



NEW TIMOTHY ZAHN CLONE WARS STORY

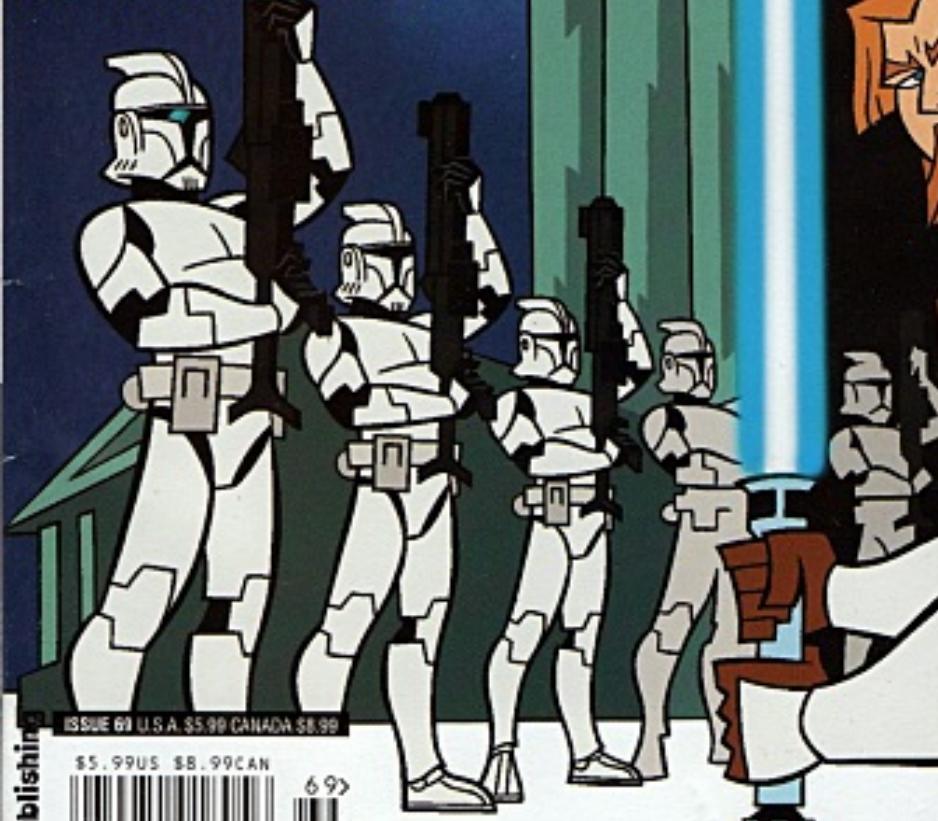
STAR WARS[®]

INSIDER

Episode III

Production
Begins!

Art Director
Paul Rudish on the
Cartoon Network
Animated Shorts



ISSUE 69 U.S.A. \$5.99 CANADA \$8.99

\$5.99 U.S. \$8.99 CAN.

69



New LucasArts Games & the

Return of Chewbacca!



Clone Wars
Timeline p. 22

Books, Comics, Games & More!

Production Designer

Gavin Bocquet
on Designing a Galaxy
Far, Far Away

Insider 69

Features

Prequel Update

Interview by Dave Gross

Sydney Calling: Rick McCallum describes a typical day at work, details Hayden Christensen's workout regimen, and shoots down a few more rumors.

The Chosen One

Interview by Eric Moro

Paul Rudish, Art Director of the *Clone Wars* animated series on Cartoon Network didn't just train for the job, he was practically born to do it.

22

Clone Wars Timeline

At the end of *Attack of the Clones*, the wars had just begun. Be a part of the action by tracing the battles through comics, novels, video games, and more with this handy chart.

24

Designing the Galaxy

Interview by Ron Magid
Gavin Bocquet faces the challenge of creating the look for a galaxy far, far away.

30

American Graffiti Redux

By Michael Selsker

Between *THX 1138* and *Star Wars*, a young George Lucas blew away Hollywood with one of the most profitable sleeper hits in history. Take a 30-year trip through time and learn how the world—and your favorite fantasy movies—might be different without *American Graffiti*.

40

Skyrockers

By K.J. Doughton
From the absurd to the hip, musicians have been grooving to the *Star Wars* galaxy for years. The *Insider* talks with Weird Al Yankovic and Dianogah.

44

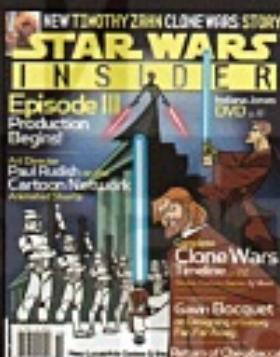
The Clone Wars

Hero of Cartao: Episode II—Hero's Rise

By Timothy Zahn
Caught between the Republic and the Separatists, the Spaarti cloning facility becomes a flashpoint in the Clone Wars.

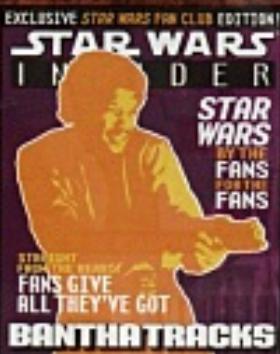
On the Cover

If you've been hoping for more double-lightsaber action, your wishes will be granted when the Cartoon Network launches its *Clone Wars* animated shorts in November.



Bantha Tracks

Subscribe to *Insider*? If you do, then flip this magazine over to read *Bantha Tracks*, the newsletter that's by the fans for the fans. That charming gambler and scoundrel Lando Calrissian graces this issue's cover in unmatched style.



Departments

4 Rebel Rumblings

Fans of *Return of the Jedi* cheer their favorite film, perhaps reveal the secret 1138, and point out our "mistakes."

8 **Star News** by Star Wars Insider & Benjamin Harper
Indiana Jones comes to DVD, Peter Mayhew returns to Star Wars, and Sony raises the bar for digital photography—plus a convention report and Star Sightings.

54 HoloNet News

Compiled by Pablo Hidalgo
Separatists attack a shelter base, Mace Windu liberates a planet... and the opposition begs to differ.

56 Behind the Magic

by Rob Coleman
They had only a few seconds of screen time, but the Separatist leaders had hidden depths, courtesy of the animators at Industrial Light & Magic.

60 Toy Box

by Andy Hineko
The new Fan Choice stormtrooper figure comes with blaster, shield, and... lightsaber?

62 Gamescape

by Gary Sari & Haden Blackman
Star Wars Galaxies comes closer to fruition and the Jedi Guardians expansion bolsters your trading-card game decks.

66 Bookshelf

by Jason Eng
If you shudder to imagine Dooku as a Padawan learner, then *Legacy of the Jedi* is for you.

68 Comics Link

by Daniel Wallace
In the fullness of his power, Count Dooku commands deadly minions during the Clone Wars in Dark Horse Comics' *Jedi*.

70 Set Piece

by Christopher Travers
The wampa ice cave wasn't just a nice place to chill out.

72 Scouting the Galaxy

by Steve Sansweet
Steve battles Boba Fett for bragging rights over who has the bigger collection. Guess who takes the prize? (We'll give you a hint: Winners write the history.)

76 Crossword

by Michael Selsky
If you can finish this one in 24 hours, it must be moving day.

80 Star Wars Q&A

by Pablo Hidalgo
Why you'll never know what year it is in the Star Wars galaxy.

82 Last Page

by Randy Martinez
Now we know the reason why Ki-Adi-Mundi doesn't teach Padawans.

Putting the Fan Back in Fan Club

What We've Done for You Lately

It seems like a long time ago that we started Palzo Publishing and took over the Official Star Wars Fan Club, but it's been only one year—and what a wonderful year it's been. As with most anniversaries, I've decided to take a look back at what the past year has brought for Star Wars Fan Club members and to take a look at the coming year.

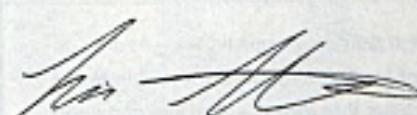
When July 1 arrived last year, the *Insider* staff found itself in new offices and working for a new company, but our dedication to Star Wars and its fans was unchanged. In our first meetings, it became clear that we all wanted to make the Fan Club more than just a magazine. One of the first ideas we implemented was adding *Bantha Tracks* to subscriber copies of *Insider*. *Bantha Tracks* focuses on you, the Star Wars fan. Mary Franklin, former coordinator for Celebration II, took over the reigns as editor of *Bantha Tracks*, and we delivered the first four issues on the flip side of issues 64, 65, 67, and now this issue.

The Fan Club membership kit made a return with a wonderful package including an Episode II mini-standee, a *Bantha Tracks* patch, three postcards, some cool stickers, and letters from George Lucas and your humble Fan Club president. We also brought you exclusive merchandise with the official IMAX one-sheet poster and banner, and an original *Attack of the Clones* art print from Jerry Vander Stelt.

Fan Club benefits weren't limited to the magazine and merchandise but included special events as well. In early June, we hosted the first Fan Club Breakfast at Walt Disney World's Star Wars Weekends where Peter Mayhew (Chewbacca) and Jeremy Bulloch (Boba Fett) regaled Fan Club members with tales of their times making the original trilogy, while Steve Sansweet and yours truly talked collecting, and Paul Palmer from Hasbro gave fans a sneak peek at what was coming later in 2003. Throw in an exclusive autographed photo of Jeremy and Peter, and a gift bag of Star Wars goodies, and we had a wonderful time!

How can we top a year like that? For starters, we're thrilled to present our first exclusive Hasbro action figure. This special silver Boba Fett will be available through the Fan Club at conventions throughout the summer of 2003. We will sell these figures at our booths at San Diego Comic-Con, Gen Con Indianapolis, and Wizard World Chicago. After the convention season, they will hit our website for sale to Fan Club members only. We also plan to have more events like the Disney breakfast where you can meet your favorite stars face to face. Stay tuned to *Insider* and starwars.palzo.com for more info. And of course, we will continue to put out *Bantha Tracks* four times per year. In addition, there will be a 2004 membership kit full of neat items that you can't get anywhere else, and we will continue to create unique and interesting items for you to buy.

May the Force be with you!



Lisa Stevens

President, The Official Star Wars Fan Club

This issue, we could have filled another five pages with just the "This is my first time writing to Star Wars Insider" remarks we cut from the letters to fit more in the column. It's great to see notes from so many new names, as well as our faithful correspondents. Your picks for favorite articles are making our decisions easier as we work on the calendar for 2004. Expect more articles like your favorites, plus a few nice surprises as news starts to trickle out from the set of Episode III.

Death Star Dilemma

First off I have to say that I am astonished by Issue 66. It was without a doubt the greatest issue I have ever seen. All of the articles were interesting and fulfilling, and each one was a pleasure to read. "Novel Approach" was by far my favorite article ever, as I am a collector of Star Wars novels and revere them highly, even so to be equal with the movies.

I especially enjoyed the section on the Grand Admirals. The entire article was chock-full of nice EU-information and great bios on each being. However, I did note a discrepancy on the artwork for the opening page.

References, including the Insider article itself, show that Grand Admiral Zaarin staged his plot to kill Palpatine shortly after the death of Prince Xizor—after the destruction of the first Death Star. As Thrawn was promoted to Grand Admiral in Zaarin's place, it is assumed that Thrawn did not attain the rank of Grand Admiral until after the Battle of Yavin. Yet, in the artwork for the opening page, Thrawn is facing Darth Vader, who is holding the plans for the Death Star. Thrawn is in Grand Admiral attire.

It's possible that the hologram is of the second Death Star, so could you set me straight here? Is this a mistake by Insider or a misconception by a sharp-eyed fan?

REX SUNDALE

Albury, Southern Australia

Your Jedi skills are complete, Rex—as are those of Joe Corroney, the artist who noted on his sketches that the hologram was of the second Death Star for exactly the reasons you've just described.



Old Heroes Never Die . . .

Since I incredibly love your magazine, I feel "squinty" bringing up this minor tidbit that bothered me in Issue 67's "The Ultimate Return of the Jedi Insider's Guide." For reason #29, which was under the "Five reasons why ROTJ gets a bad rap," it stated "No Hero Deaths." No hero deaths? Yoda dying doesn't count as a hero dying? Between his, Qui-Gon's, and Jango Fett's sudden demises, I've spent about \$20 dollars a week in psychiatric co-payments! And if Padmé goes in Episode III, just get the straightjacket!

FRANK PEREZ

Brooklyn, NY

We didn't count Yoda's death because it was a peaceful departure rather than an untimely

Rebel Rumblings, continued on page 77



Illustration by Joe Corroney

Wanna Rumble?

Write to: REBEL RUMBLINGS, 3245 146th

Place SE, Suite 110, Bellevue, WA 98007 or email

suinsider@palzocom. Letters may be edited for

clarity and space considerations. All mail MUST

include your FULL NAME and HOME CITY.

Star Wars Insider is not responsible for any

unsolicited material received. All material sent

to "Rebel Rumblings" becomes the property of

Lucasfilm, Ltd. Due to time constraints and the

volume of letters received, individual responses

are not possible.

STAR WARS INSIDER

ISSUE NUMBER 69

Group Publisher: Johnny L. Wilson

Editor-in-Chief: Dave Gross

Art Director: Scott Okumura

Associate Editor: Victor Wertz

Lucas Licensing Editor: Michelle Vuckovich

Lucasfilm Editor: Steve Sansweet

Director of Production & Manufacturing: John Dunn

Production Manager: Theresa Cummins

Prepress Manager: Matt Beals

Advertising Director: Pierce Watters

Ad Traffic Manager: William Wilson

BANTHA TRACKS

Editor: Mary Franklin

Lucas Licensing Editor: Michelle Vuckovich

President, Official Star Wars Fan Club: Lisa Stevens

PAIZO PUBLISHING, LLC

3245 146th Place SE, Suite 110, Bellevue, WA 98007
(425) 289-3940 www.palzocom

Chief Executive Officer: Lisa Stevens

President: Johnny L. Wilson

Director of Marketing & Operations: Mary Franklin

Technical Director: Victor Wertz

Corporate Administrator: William Wilson

Check out the official Star Wars website: www.starwars.com

POSTMASTER: SEND ADDRESS CHANGES TO:

Palzo Publishing, LLC, 3245 146th Place SE, Suite 110, Bellevue, WA 98007

©2003 Lucasfilm Ltd. & TM. All rights reserved. No part of this magazine may be reproduced without the prior written permission of the publisher. Material published herein does not necessarily reflect the opinions of Palzo Publishing, LLC, its employees, or its editorial staff who are not liable for opinions expressed herein. Most product names are trademarks owned by the companies that publish those products. Use of the name of any product without mention of trademark status should not be construed as a challenge to such status.

Star Wars and Lucasfilm are registered trademarks of Lucasfilm Ltd. ©2003 Lucasfilm Ltd. All rights reserved.

Letters sent to the Star Wars Insider will be treated as unconditionally assigned for publication and copyright purposes and as subject to Star Wars Insider's right to edit and comment editorially.

SUBSCRIPTIONS: Contact Publishers Creative Systems or suinsider@palzocom or call (760) 259-2509.

ADVERTISING: Contact Star Wars Insider's Ad Traffic Manager, William Wilson, at suinsider@palzocom or call (425) 289-3940. All ads are subject to approval by Palzo Publishing, LLC and Lucasfilm, who reserve the right to reject any ad for any reason. Advertisers and/or agencies of advertisers agree not to hold Palzo Publishing, LLC liable for any loss or expense from alleged wrongdoing that may arise out of the publication of such advertisements.

NORTHEASTERN ADVERTISING REPRESENTATIVES: Sig or Scott Buchman, Buchman Associates, 137 Roxbury Avenue, Roxbury, CT 06783, (203) 855-2834.

DISTRIBUTION: Nationally and in Canada by Curtis Circulation Company, 730 River Road, New Milford, NJ 07646. Tel: (201) 624-7400. Fax: (201) 639-7499.

Although we accept subscriptions to prison addresses, delivery is subject to the discretion and/or wishes of prison personnel. If you have not received a magazine or premium, please consult with your Mail Room authorities. This publisher is not responsible for non-delivery.

PRINTED IN THE U.S.A.

WHERE'S THE BATHROOM ON THE MILLENNIUM FALCON?

STAR WARS 0001. STARWARS.INSIDER#65

ANSWER: IF YOU SUBSCRIBE TO STAR WARS INSIDER, YOU'D KNOW!

8 ISSUES, 1-YEAR MEMBERSHIP
TO THE OFFICIAL STAR WARS FAN CLUB,
EXCLUSIVE MEMBERSHIP KIT, BANTHA TRACKS
AND MORE!
ONLY \$28.95!

IT'S MINI, IT'S LEGO,
AND IT'S GOING FAST.

FLY YOUR OWN TIE!

SUBSCRIBE TO THE
STAR WARS INSIDER
OR EXTEND YOUR
CURRENT SUBSCRIPTION
AND RECEIVE AN EXCLUSIVE
FREE LEGO TIE FIGHTER
MINI BUILDING SET!



watch for more LEGO Mini Building Sets
in stores now!

* Available in limited numbers for promotional purposes only. Offer good only while supplies last.

LEGO PROMOTION AVAILABLE FOR UNITED STATES AND CANADIAN SUBSCRIBERS AND RENEWALS ONLY.

LEGO mini TIE Fighter model building toy for ages 7 and over.

Subscribe online at paizo.com/lego or call 760-291-1509.
USE YOUR LEGO™ OFFER CODE! (JLEGO)

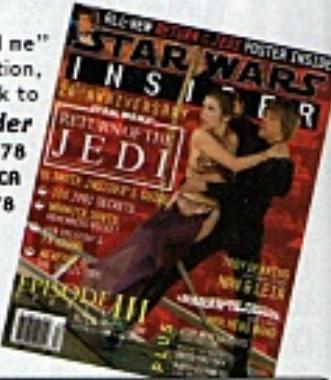
SUBSCRIBE NOW!



Mail this order form marked "Bill me"
or with your credit card information,
money order, or check to

Star Wars Insider
P.O. Box 469078
Escondido, CA
92046-9078

Bill me
 \$28.95 enclosed
(United States residents)
 \$38.95 enclosed
(Canadian residents—U.S. funds)
 \$75.00 enclosed
(International† residents—U.S. funds)



VISA MASTERCARD AMERICAN EXPRESS MONEY ORDER CHECK

CREDIT CARD NUMBER

0000 0000 0000 0000 0000 0000 0000 0000

EXPIRATION DATE (MM/YY)

00 / 00

NAME (AS IT APPEARS ON CREDIT CARD)

SIGNATURE OF AUTHORIZED USER

NAME

ADDRESS

CITY/STATE/ZIP

PHONE #/E-MAIL ADDRESS

PLEASE ALLOW 4-6 WEEKS FOR DELIVERY.

Payment accepted in U.S. funds only. We do not accept cash or C.O.D. orders. All returned checks will be subject to a \$10.00 fee.

† Subscriptions available in all countries except Austria, Belarus, Central Taiwan, France, Germany, Italy, Mexico, San Marino, Spain, Switzerland, The United Kingdom, and Vietnam, where fans enjoy local Official Star Wars Fan Club membership and publications.

/ /

DATE OF BIRTH

PLEASE PRINT

PREQUEL

The script is complete, another draft is underway, and Anakin

**It's relentless now.
It's from about 5:00
a.m. until about
10:00 p.m.**

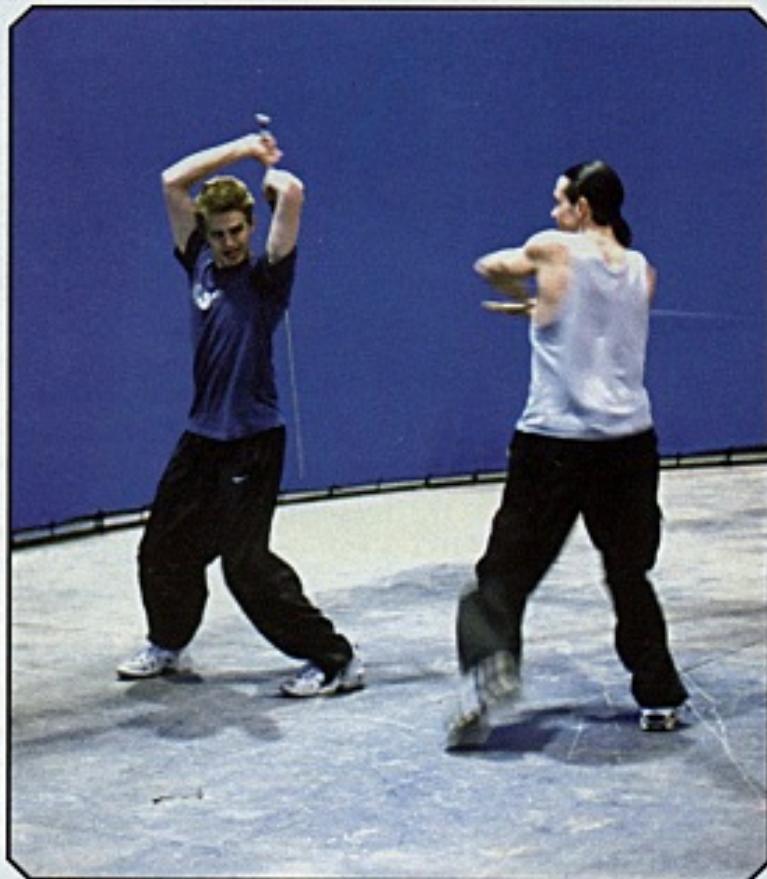
—Producer Rick McCallum

We knew Rick McCallum was a busy guy, but we'd never had such trouble tracking him down as for this installment of Prequel Update. After a couple of weeks of missing him while he was in meetings, on the set, or on the phone with George Lucas, *Star Wars Insider* finally caught him on May 20 in a moment of relative calm.

That's relative calm, mind you.

"It's relentless now," says McCallum about his daily routine. "It's from about 5:00 a.m. until about 10:00 p.m. Then we eat about 10:30 and go to bed by 11:30, and it all starts up again—and it's seven days a week now."

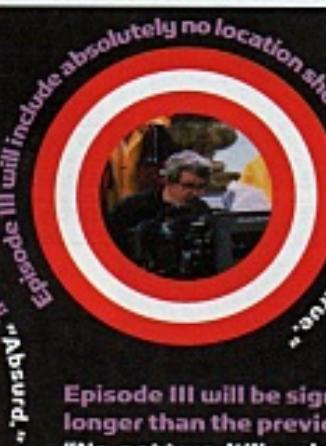
The major news this time is that George Lucas turned over a 102-page script in early May. "The script was a major milestone," McCallum says. "Without that, there would have been no milestone at all—there'd be no movie! So that was a big, big event, and now we're



Hayden Christensen training for Episode II with Assistant Stunt Coordinator Richard Bove. Photo by Giles Westley.

Rumor Shooting Gallery

By now you know the drill: We show Rick the wildest rumors we've culled from the mailbag and the Internet, and he shoots them down or gives us a new hope.

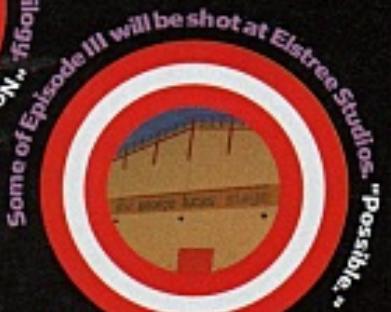


Episode III will be significantly longer than the previous two movies.

"No, not true. It'll probably be the shortest. Who knows, though, what'll happen in the next eighteen months? We're planning for it to be the shortest."



James Marsters (Spike from *Buffy the Vampire Slayer*) "Who?" is under consideration to play a young Wilhuf Tarkin. "Totally ludicrous."



UPDATE 69

is buffing up for some serious smackdown

by Dave Gross

Asked & Answered

Rick McCallum agreed to give a few straight answers to story-specific questions from *Insider* readers. Send yours to "Prequel Update" at our mailing address or insider@starwars.com, and yours could be the next question he answers.

Now that he's a few years older, will Anakin Skywalker have a beard like Obi-Wan Kenobi and Qui-Gon Jinn?
"No."

Will we learn Yoda's homeworld or species in Episode III?
"No."

Will we get to see a rematch between Master Yoda and Count Dooku?
"There won't be a rematch between the two of them, but there'll definitely be some fighting for both of them."

Will we see any double-bladed lightsabers or Jedi fighting with two lightsabers in Episode III?
"Still too early to tell."

Will we see Temuera Morrison as a clone trooper in Episode III?
"Probably not."

scrambling to get everything done in time."

Even though he expects major changes in the next draft—on which George Lucas is already hard at work—McCallum offered a few very general hints about the story. While the relationship between Padmé and Anakin remains part of the story, he says, "It's not really going in that direction. It's really more about the break-down of Anakin's friendship with Obi-Wan and his downward spiral, his fall from grace."

The major characters of Episode III have already appeared in *Attack of the Clones*, but a recent casting call in Sydney, Australia, gave even some *Star Wars* fans a glimmer of hope that they might find a way into the saga in a small part. Being a fan might seem to be an advantage—or a disadvantage—but McCallum explains the truth of the matter. "The Australian casting director, Christine King, is really after serious actors," he says. "Being a fan doesn't really make a

difference. It has to do with whether you're a competent actor."

Since this is likely to be by far the most tragic of the *Star Wars* movies, Episode III will have a unique look. "It's more of a color thing as the film progresses," says McCallum. "Obviously, the sets get darker and darker. It's like a Rothko painting." (See sidebar.)

Stunt Coordinator Nick Gillard has once again begun scouting the local fight clubs in Australia for new talent. "There's some great people who we're working with," says McCallum. One talent he and Gillard can count on is Hayden Christensen, who arrived in Sydney in early May. Despite Christensen's

then he works out until 6:00 p.m., and then he goes home and sleeps."

With all that practice, you can see why Obi-Wan Kenobi could have trouble facing his former Padawan. In the real world, even the usually dauntless Ewan McGregor might think twice before facing a fencing partner with the advantage of an extra month's training. McGregor was scheduled to arrive in Sydney around June 10, as was Natalie Portman.

Until then, McCallum expects his team to

Paint it Black

We hope at least some of you are as ignorant as we were when Rick McCallum casually dropped the name Mark Rothko. Here's the short summary of our crash-course in Modern American Art:

Born Marcus Rothkowitz in Dvinsk, Russia, in 1903, Mark Rothko was influenced by surrealists Miró and André Masson. Founding member of the Federation of Modern Painters and Sculptors. Early works included traditional subjects like landscapes, portraits, and city scenes. In the 30's and early 40's, he developed an interest in Greek and Christian imagery. In 1945 had a one-man exhibition of his surrealist works at Peggy Guggenheim's gallery. After 1947, his work departed from surrealist and mythic imagery and instead featured indeterminate and constantly darkening shapes. The reason why his work makes a great analogy for the look of Episode III? "By the time he committed suicide [in 1970]," explains Rick McCallum, "all of his paintings were black."



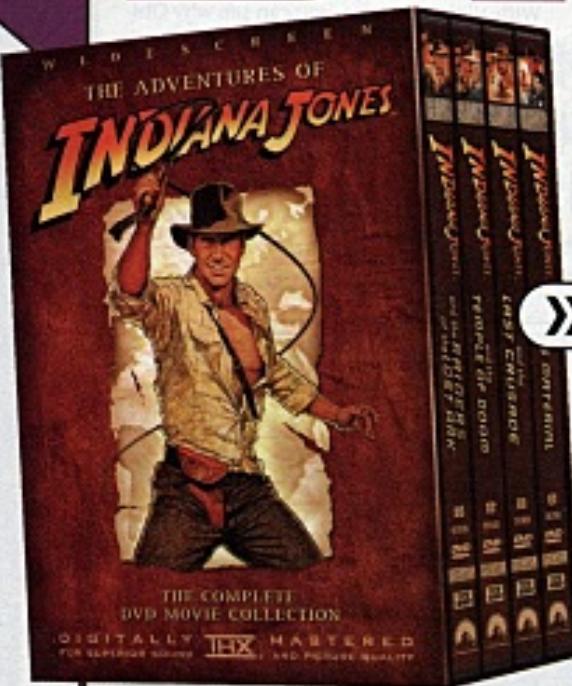
Orange and Yellow, 1956 and Black on Grey, 1960 by Mark Rothko

earlier experience in *Attack of the Clones*, Gillard has already given him a grueling schedule to prepare for Episode III. "He gets up at about 5:00 a.m.," reports McCallum, "and he's here at the studio at 6:00 a.m., and he works out until 10:00 p.m., then he does his fight choreography until 4:00 p.m., and

continue catching up on sets, costumes, and stunt training. He promises far more news the next time we call, since more of the actors will have arrived. Finally, we ask him if there are any other milestones to expect between now and then.

"Yeah," he laughs, "Another script."

STARN



Indiana Jones DVD Movie Collection

For the first time ever, the famous Doctor Jones will come to your home in a digitally restored and remastered DVD collection. Due in November, the four-disc set includes *Indiana Jones and the Raiders of the Lost Ark*, *Indiana Jones and the Temple of Doom*, and *Indiana Jones and the Last Crusade*. All three movies boast new Dolby Digital 5.1 soundtracks, and the set is available in both widescreen and full-screen versions. There is no suggested retail price, but the collection is

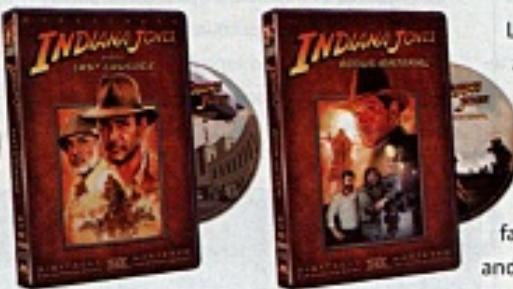
expected to cost around \$49.95 in the U.S. The Indiana Jones movies have consistently ranked among the top 10 titles most requested by DVD consumers.

The bonus fourth disc promises exclusive new documentaries on the making of the films, featuring new interviews with the cast and crew, including Steven Spielberg, Harrison Ford, and George Lucas. When asked why this DVD release was so long in coming, Lucasfilm Vice President of Marketing Jim Ward explained that



From the World of Lucasfilm

EW 69



Spielberg and Lucas had only now "found a pocket of time" to devote the kind of personal attention that the project deserves.

Further details on the bonus features were still under development at press time, but Ward hints at great treasures. "We went on our own Indiana Jones archeological dig in the Lucasfilm Archives," he said, "and were amazed by what we found. It's truly an embarrassment of riches, and we're currently sorting out the material to configure the disc."

"We knew we had to deliver the goods Indy fans wanted with a quality beyond anything they expected," said Ward. "In addition to the films themselves, of course, this collection explores every facet of how the films were made—from stunts to visual effects to the music and sound. We take viewers around the world to explore the history behind the Indiana Jones legends."

In addition to culling material from existing documentaries, DVD producer Laurent Bouzereau "will be doing a lot of ground-up original stuff for us," said Ward, "but that'll be only part of what's on the disc." Bouzereau is a veteran of going behind the scenes on Lucas and Spielberg films such as *American Graffiti*, *Jaws*, and *Close Encounters of the Third Kind*. Even more exciting to many fans is the prospect of new interviews with Lucas, Spielberg, and Ford.

After Paramount color-timed the Indiana Jones films, they went to Lowry Digital Images

for digital restoration. "I had no idea it could look that great," says Ward. "We're used to looking at DVDs of the latest Star Wars films, but these films are from the '80s. I was blown away by the clarity and the crispness and the color, and the sound is fantastic. Forget the bonus disc and everything else; it's worth the price just to get these [movies] in this format." Lowry Digital Images has recently restored such classic films as *Snow White and the Seven Dwarfs* and *Sunset Boulevard*. For more information about the adventures of Indiana Jones, check out www.indianajones.com.

Launched in November 1996 in anticipation of the theatrical release of the classic trilogy Special Editions, starwars.com has featured exclusive coverage of the prequels as well as the latest news on toys, comics, books, and fan activities. With the site's daily updates and many exclusive features, Ens describes starwars.com as "a 365-day-a-year entertainment destination."

One advantage of subscribing will be that members can enjoy the site completely ad-free, but the most exciting feature of Hyperspace is the new coverage of Episode III production. Content Developer Pablo Hidalgo (author of *Insider's Star Wars Q&A* and *Republic Holonet News* columns) is now in Sydney, Australia, "to be the eyes and ears of the fans." Along with his "Set Diary" and a live webcam, Hidalgo will arrange live online chats with Producer Rick McCallum and other crewmembers.

starwars.com

Official Star Wars Website Enters Hyperspace

On June 10, after a five-day sneak preview, the official Star Wars website unveiled starwars.com Hyperspace, a members-only subscription service designed in response to waves of fan feedback. In the words of Paul Ens, Director of Lucas Online, starwars.com has become "a full-fledged entertainment site unlike that of any other movie property."

Another exciting exclusive for Hyperspace is the "Jedi Assault on the Droid Control Ship" scene deleted from Episode II, in its original rough-cut format. This autumn, subscribers will also enjoy exclusive content from the Cartoon Network Clone Wars animated shorts.

Also, Hyperspace will offer subscribers access to rare classic trilogy discoveries from the Lucasfilm Archives. The existing Cargo Bay collector's database will now include customization and personalization features for members, who can also sign up for a Star Wars email address, a new email newsletter, and

by Dave Gross, Vic Wertz & Mary Franklin

more. After production wraps on Episode III, Hyperspace will continue to arrange online chats with Star Wars celebrities.

Ens is sensitive to fans' resistance to paying for online services. "The traditional starwars.com site is still free—and will always be free," he says. "It still has news stories, photos, the Databank, message boards and behind-the-scenes videos—and even more with the new Episode III section. And we are folding the Starwarskids.com site into the main site with a new design. If anything, starwars.com is even better than it was just a few months ago."

"Hyperspace gives Star Wars fans even more and takes them beyond any Star Wars Internet experience they've ever had," Ens promises. "We knew we had to provide something special if we were going to ask our avid fans to pay extra. But starwars.com

Hyperspace adds more than exclusive content to the mix—with the e-mail service and Databank customization, it's a way to make starwars.com into something as unique as you are."

A year's subscription to Hyperspace costs \$19.95 U.S., and a combo deal including a year's subscription to *Star Wars Insider* is available for \$39.95. ☀

Return of the Wookiee

PETER MAYHEW will reprise his role as Chewbacca in *Star Wars: Episode III*. Since Han Solo's loyal co-pilot is 200 years old in *A New Hope*, fans have long hoped for a cameo from a slightly younger incarnation of their favorite Wookiee.

Star Wars Insider caught up with Mayhew on April 25, shortly after his role was announced on starwars.com. The 7'3" actor had arrived at Chiller, a horror and science-fiction convention in East Rutherford, New Jersey. "I am very excited," he said about the announcement. "It's wonderful news, and having to just keep it [secret] for a week—I could do that. I've been through the original movie secrets and stuff like this, so it doesn't worry me."

Mayhew did not yet know when he would arrive in Sydney, Australia to start work at Fox Studios. "I think there's going to be costume fittings as well," he said, "so I'm not quite certain of the travel dates." Likewise, the man beneath the famous pelt had no idea what to expect once he joined the cast and crew of Episode III. "I'm just going down there to see what the situation is and react to it as Chewie can or as I can."

STAR SIGHTINGS 69

by Benjamin Harper

» Readers of the official website for CHRISTOPHER LEE (christopher-lee.com) saw an interesting rumor, and while the webmasters neither confirmed nor denied their post, the news will surely send chills down the spines of many a horror film enthusiast. Apparently, Mr. Lee (Count Dooku) has been sequestered in the south of France working on a "top secret" film with "top secret" co-stars, one of whom is reported to be playing a character named Van Helsing. Can you put two and two together? We thought so, and although this is, indeed, first-class rumor, it was so juicy that we had to share it with you. We'll keep you posted as to the validity of this gossip, but we all agree—seeing Christopher Lee as Dracula again would be totally killer. Get it? That is, it wouldn't bite. Sometimes we just slay ourselves.

The Internet Movie Database (imdb.com) has a little gossip mill of its own.

Again, we can neither confirm nor debunk this tidbit, but it was too good to pass up—HAYDEN CHRISTENSEN (Anakin Skywalker) was rumored to be in the running to take up where Christopher Reeve left off in the title role as the



Man of Steel himself! Others in the running to star as Superman reportedly were Brendan Fraser, Paul Walker, and Matthew Bomer.

SAMUEL L. JACKSON (Mace Windu) will reprise his role as agent Augustus Gibbons in *XXX2*, the sequel to 2003's blockbuster film *XXX*. Co-starring, of course, will be Vin Diesel as Xander Cage and Asia Argento as Yelena. *XXX2* will begin production in mid-2004 with a projected release date of summer 2005. Rob Cohen (*XXX*, *Dragonheart*) will direct.

April was National Poetry Month, and all around the country people were choosing the road less traveled by participating in poetry readings and events that spotlighted the glory of the written word. One such

poetry enthusiast, Ms. **NATALIE PORTMAN** (Senator Padmé Amidala) took part in an event coordinated by the Academy of American Poets to kick off the month-long celebration. "Poetry & The Creative Mind" was designed by the Academy to show how poetry affects the "creative and intellectual lives of

people in fields outside poetry." The program included readings by Meryl Streep, Laurie Anderson, George Plimpton, Caroline Kennedy, and many other talented individuals. Ms. Portman lent her talents to readings of "some-where I have never traveled, gladly beyond," by e.e. cummings, "First Fig" and "Second Fig" by Edna St. Vincent Millay, and "The Love Song of J. Alfred Prufrock," by T.S. Eliot. The reading took place April 1 at the Juilliard Theater at Lincoln Center in New York City.

Can you tell Padmé how to get to Sesame Street? Billboard announced a list of celebrities scheduled to appear



on Sesame Street's 34th season of children's programming, and one of them was none other than Natalie Portman! Portman was scheduled to appear on the show during the first week of its season, which launched April 7. Other

guests who were map-peted-up during launch week included First Lady Laura Bush, Diane Sawyer, and Wayne Brady.



JIMMY SMITS (Senator Bail Organa) helped com-memorate the life and times of the jazz legend Tito Puente at a concert

event in New York City entitled "Viva Puente: A Tribute to the Real Mambo King." Smits co-hosted the program with Puerto Rican actress Roselyn Sanchez. The event took place on April 21, a day after Puente would have turned 80. Other celebrities who took part in the event included Rosie Perez, Celia Cruz, Giovanni Hidalgo, Tito Puente, Jr., and Cucco Pefia, who conducted the orchestra.

Boba Fett Feasts for a Good Cause—**JEREMY BULLOCH** (Boba Fett) lent his celebrity to charity on April 11 when the Belgian Star Wars fan club hosted a dinner in

Antwerp to raise money to combat the disease mucoviscidosis, or cystic fibrosis. Bulloch and his wife, Maureen, attended the dinner, and sold autographed photos to generate additional funds for the charity event.



Obi-Wan's warbling again—**EWAN MCGREGOR** (Obi-Wan Kenobi) and Renée Zellweger (Bridget Jones's Diary, Chicago), stars of the film *Down With Love*, are planning to release a duet single, which will be the theme to the film. If Ewan's pipes are anything like they were in



While he had yet to meet the fans at Chiller since the announcement, Mayhew expected a warm reception, based on the delighted reactions online—as well as from his fellow *Star Wars* actors. “I got a phone call from Kenny [Baker] last night,” he said. “Congratulations, see you in Episode III”—which was very, very nice.”

The invitation to Sydney was a nice coincidence, since Mayhew already had plans for southern hemisphere travel this summer. “It’s going to be a very interesting year, because we’ve got other conventions coming up in Australia and New Zealand, so it’s going to be a very busy year Down Under, with the movie going on and a couple of big conventions.”

Mayhew is calm about the challenge of portraying a younger version of a character he established more than twenty-five years ago. “It shouldn’t make any difference. You know, once



a Wookiee, always a Wookiee. When you put a costume on, however long you’ve been out of it, I think you’ll always get back to that character. Just like riding a bike; once you’ve learned, you can do it for the rest of your life.”

that Moulin Rouge picture, we’re sure the song will be great.

In other *Down With Love* news, **BRAD HANSON** (Myn Dano, *Rogue Squadron*; *Star Wars* Gamer magazine) contacted *Star Wars Insider* to let us know that his connection with the *Star Wars* universe is expanding—not only has his likeness been immortalized as a *Star Wars* EU character;

but he’s recently worked in *Down With Love* with Obi-Wan himself. Hanson reports, “I play Johnny Tremontis, a pro-football quarterback who is dating Sara Paulson’s character.”

Back to Ewan, for a moment—the Advocate mentions that McGregor will be lending his voice to an upcoming 20th Century Fox film called *Robots*. The film is about an entire planet of robots and how “cool and terrifying that can be.” Other actors lending their voices to the animated feature include Mel Brooks, Halle Berry, Dianne Wiest, Jim Broadbent, and Drew Carey.

HARRISON FORD (Han Solo) was recently honored in March at a



gala evening held by the Natural Resources Defense Council in New York City for his efforts to protect the environment.

Ford, who has taken part in many of the organization’s projects, most recently joined their campaign to stop a dam that is being built in Belize, where Ford worked while filming *The Mosquito Coast*. The dam, if completed, threatens several native endangered species.

Ford also celebrated the Centennial of Powered Flight in style—he was also slated to serve as master of ceremonies at the National Aviation Hall of Fame 2003 “Pioneers of Flight Homecoming” on July 19 at the Dayton Convention Center in Dayton, Ohio. As Master of Ceremonies, Ford saluted the 178 men and women who are enshrined in the Hall of Fame, including Neil Armstrong and John Glenn. The event served as the close to a 17-day “Inventing Flight” expo that celebrated the advancement of aviation over the past one hundred years.

Ananova.com recently reported

on **OLIVER FORD DAVIES** (Slo Bibble) most recent project for British television. The program, entitled *Sparkling Cyanide*, is an updated telling of one of Agatha Christie’s mysteries. Davies plays one half of a middle-aged couple whose “respectable lives” are actually a cover for their roles

as secret service agents.

And for anyone wondering what screenwriter **JONATHAN HALES** (*Attack of the Clones*) has been up to, Reuters reported that he has been hired by Columbia Pictures to revive

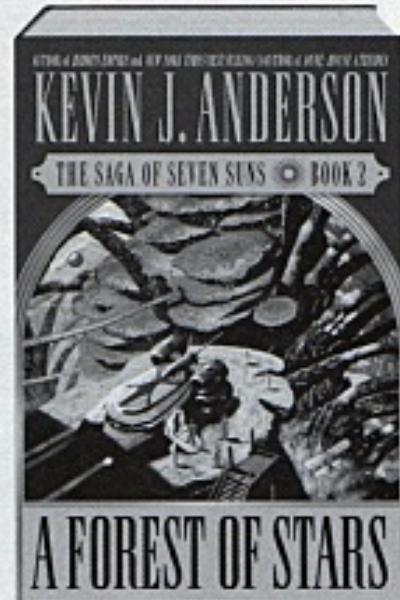
the Marvel comic *The Gargoyle* for the screen. Hales, who also worked on several of *The Young Indiana Jones Chronicles* episodes and the feature film *The Scorpion King*, said that his *Gargoyle* script has “very little connection with the comic book’s original storyline.”



NEW FROM ASPECT

THE MIND-BLOWING SAGA OF SEVEN SUNS TRILOGY CONTINUES

From *New York Times* bestselling author Kevin J. Anderson



A FOREST OF STARS

Man has ignited an interstellar war of epic proportions. Will it break apart the galaxy?

AVAILABLE IN HARDCOVER

READ THE FIRST IN THE SERIES—NOW IN PAPERBACK!

A USA TODAY Summer Book Pick



“Sizzles with a fast-moving plot.... Not to be missed.”

—*Publishers Weekly*
(starred review)

“An intelligently conceived and executed nail-biter.”

—*Booklist*

Read Excerpts Online at www.twbookmark.com

ASPECT

WHERE IMAGINATION KNOWS NO BOUNDS

An AOL Time Warner Book Group Company

New Star Wars Titles Announced at E3

At the Electronic Entertainment Expo held in Los Angeles this past May, LucasArts announced two new Star Wars video games. First is the return of their critical and commercial smash hit *Star Wars Rogue Squadron III: Rebel Strike*. Available for Nintendo GameCube, *Rebel Strike* features the battles of Luke Skywalker and his elite X-wing starfighter pilots.

Rebel Strike features movie-like visuals, drawing players into the classic Star Wars trilogy with more than 13 missions encompassing

branching paths in flight combat and ground-based character and vehicle combat. One such mission allows players to fly over the forests of Yavin 4, land to battle Imperial stormtroopers on the ground, and then take to the sky once more to face TIE fighters.

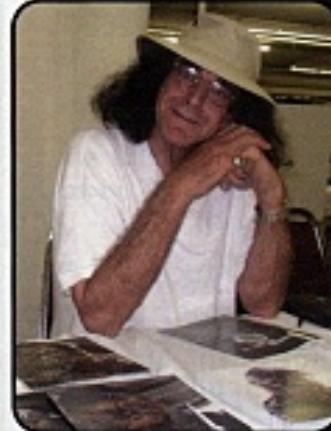
Players can pilot the classic X-wing and Millennium Falcon as well as the snowspeeder, an Imperial speeder bike, and an AT-ST. Playable characters include Luke Skywalker, Wedge Antilles, and Han Solo, while detailed environments range from the forest moon of Endor to Hoth, and from Bespin's Cloud City to deadly asteroid fields.

In addition to a cooperative multiplayer mode, *Rebel Strike* includes co-op endurance,



capture-the-base, challenging dogfights, and more. As with previous *Rogue Squadron* games, players can earn many rewards, including extra missions and bonus vehicles and locations.

Star Wars at Creation Convention



The Star Wars galaxy had strong representation at Creation Entertainment's Sci-Fi Summit during a beautiful three days in Pasadena, California March 20-30. The convention highlighted several other TV series and movies, with a weekend full of stage events, dealer rooms, autograph opportunities, auctions, evening shows and—of course—a costume contest. Dave Prowse (Darth Vader), Peter Mayhew (Chewbacca), Kenny Baker (R2-D2), Jeremy Bulloch (Boba Fett), and Princess Leia herself, Carrie Fisher, were the Star Wars headliners. Also in attendance were supporting cast and production crew, including

Garrick Hagon (Biggs), Maria D'Aragon (one of two Greedo's), Mike Quinn (Men Nunb), Mercedes Ngoh (Rystall, one of Jabba's dancers), Zachariah Jensen (Kit Fisto), Rena Owen (Tauu We), Silas Carson (Nute Gunray), Margo Apostolos (Ewok), and David Barclay (Jabba and Yoda puppeteer).

The Star Wars celebrities spent three days mingling with a large and delighted group of fans, including many in full costume. There was a Star Wars panel where the fans could ask questions of the guests regarding their film experiences. Saturday brought the main-stage events with Prowse, Mayhew, Baker, Bulloch, Carson, and D'Aragon. The actors were even escorted by an "honor guard" consisting of Darth Vader flanked by Jango

by Charlie Wall

Fett, Imperial officers, and a garrison of stormtroopers.

The highlight of the weekend came as Carrie Fisher took the stage in a rare convention appearance. Looking very relaxed, the celebrated writer and actress was very candid and humorous about her life, her co-stars, her wardrobe, and of course the Star Wars movies.

Serious at times, but mostly making light of her struggle with substance abuse and her famous mother Debbie

Reynolds, Fisher drew laughs when she said, "Mom and crazy go hand in hand so, of course, I live next door to her." Another funny moment was when she told the crowd that her favorite Star Wars item is a shampoo bottle of herself. "I get to twist my head off and pour goo out of my neck. How can you beat that?" One of her favorite film moments occurred in *Return of the Jedi* when she got to kill off Jabba the Hutt. Her only complaint was with the costume. "Apparently, there are no bras in space," she said. "The funny thing about that costume was I didn't get to speak except one line the whole time I wore it. I guess I can't speak without clothes!" Fisher still sees some of her Star Wars co-stars and director George Lucas often, mostly at

Hollywood events.

No large gathering of Star Wars celebrities would be complete without a horde of enthusiastic fans in costume.

This event was no exception, with large groups of stormtroopers, Jedi Knights, Imperial officers, Darth Vader, Jango Fett, and a variety of aliens. Attendees could imagine they were at the Mos Eisley cantina.



[CLOCKWISE FROM UPPER LEFT] Peter Mayhew, Rena Owen, Jeremy and Maureen Bulloch, David Prowse and Darth Vader, Kenny and Valerie Baker, and Mercedes Ngoh.

Photos by Charlie Wall.

Millennium Falcon First in Die-Cast Series



Code 3 Collectibles' Millennium Falcon model also includes extensive circuitry and cockpit detail, removable landing gear, an opening boarding ramp, a rotating main sensor, and more.

Code 3 Collectibles' Millennium Falcon model also includes a custom display base designed specifically for the Falcon; a specialized tool to assist in removing and replacing parts; a certificate of authenticity; and a free Rebel Alliance collector's patch. As part of a unique introductory offer, Code 3 Collectibles is offering a complimentary acrylic cover (a \$40 value) and a free lifetime membership in the Code 3 Collectors Guild with the purchase of the Millennium Falcon for 5 monthly payments of \$59. The model, to be released in September, may now be reserved from Code 3 Collectibles online at www.code3.net/starwars or by calling toll-free 1-800-635-2333. 



Also announced was the development of *Star Wars: Republic Commando*, the working title for a "dark and intense first-person shooter" for the Xbox and PC platforms. The game is based on the acclaimed Unreal engine technology.

Slated for a summer 2004 release, *Republic Commando* will offer players the point-of-view of an elite squad member of a Republic Special Operations Unit sent on missions deep behind enemy lines for a brutal and realistic *Star Wars* combat experience. 

Got a Hot Lead?

Send it to swinsider@paloo.com, and include "Star News Tip" in the subject line.

Code 3 Collectibles introduced the first in a series of detailed replicas of the most memorable vehicles of the *Star Wars* saga with the launch of the legendary Millennium Falcon.

A team of over 500 people recreated every detail of the Falcon's layout, from its distinctive hull to its intricate interior compartments. With over 400 hand-crafted pieces and eight movable parts, the Code



Bells & Whistles

Full-Bandwidth Uncompressed Digital Output:

The new HDC-F950 camera can output image data so fast that the video doesn't have to be compressed in any way. The end result is a higher quality image in every frame.

10-bit 4:4:4 RGB:

RGB means that the Red, Green, and Blue components of each image are stored separately. 4:4:4 is a ratio telling us that each of those three-color components is described using the same amount of data. 10-bit tells us the amount of information that is devoted to describing each color component in each pixel. Altogether, it describes a system that theoretically can differentiate among over a billion different colors.

24p:

This means that the camera captures 24 frames every second—the same frame rate that has traditionally been used for shooting on film.



CineAlta:

A Sony brand name for professional digital video equipment.

The **HDC-F950**
It's practically an astromech droid.

HDCAM SR:

Sony's name for the Studio Recorders that capture the digital images onto cassettes. It's like a really good VCR.

New High-Definition Cameras for Episode III

Armed himself for his final chapter of *Star Wars*, George Lucas has selected his weapon: A new high-definition camera and high-data-rate recording system made by Sony.

The new HDC-F950 high-definition camera boasts full-bandwidth uncompressed digital 10-bit 4:4:4 RGB outputs . . . and if that sounds like a string of beeps and whistles to you, don't feel too bad. The Insider consulted a protocol droid for a translation (See Sidebar for details). What it means is that the cameras used for the final

chapter of the *Star Wars* saga are a generation ahead of those used for *Attack of the Clones*, and once again Lucasfilm will lead the industry in digital image recording when shooting begins in late June at Fox Studios Australia.

"*Star Wars: Episode III* will break new ground with the help of this new 4:4:4 RGB 24P CineAlta camera and HDCAM SR recording," said *Star Wars* producer Rick McCallum. "Sony continues to help us push the frontiers of digital motion picture production. We first saw the possibility for 4:4:4 RGB recording in the HDCAM platform while shooting miniatures in *Star Wars: Episode II Attack of the Clones*, and we judged this to be the new high-performance bar for the entire production of our final Episode III." 



As the animated *Star Wars: Clone Wars* saga heads toward its highly anticipated November debut, the folks at Cartoon Network are shifting into overdrive to insure a quality production like no other—a challenging proposition, considering that the crew behind the project has already raised the bar for animated series with its previous outing, *Samurai Jack*.

As series creator Genndy Tartakovsky points out, however, the production is armed with its very own artistic Death Star: Paul Rudish.

As co-art director on *Clone Wars*, Rudish oversees the design of all the series' characters, both new and returning. While this job might seem daunting for some, to Rudish—a self-proclaimed super-fan of the space-fantasy saga—it's more like a dream come true. Tartakovsky suggests it was all fated: "Paul was born to do this."

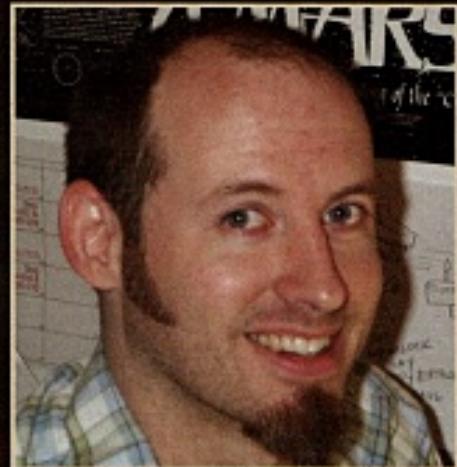
Begin These Clone Wars Have

The last act of Episode II whetted fans' appetites for more *Star Wars* battle scenes, and the animated shorts from Cartoon Network will satisfy that craving.

[ABOVE] Anakin Skywalker and the Jedi-led Army of the Republic.

CLONE

Art Director
Paul Rudish
on the
Clone Wars
Animated Shorts



The chosen One

By Eric Moro

All photos and artwork courtesy of Cartoon Network Studios

© 2003 Turner Broadcasting Systems, Inc.

WARS

Character Development

From his studio in Burbank, California, Paul Rudish designs the animated versions of famous characters, including Padawan Barriss Offee and Obi-Wan Kenobi at three different ages.



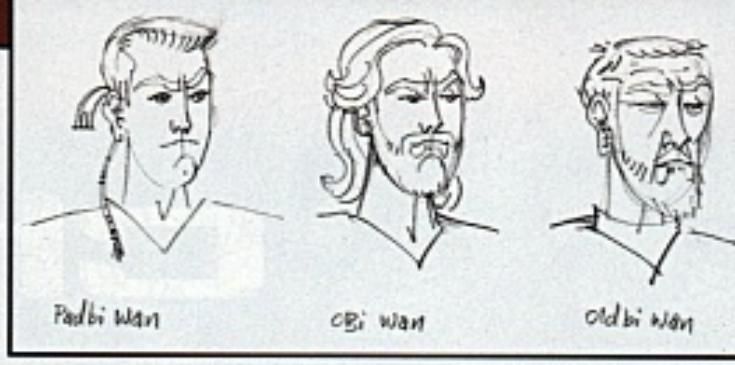
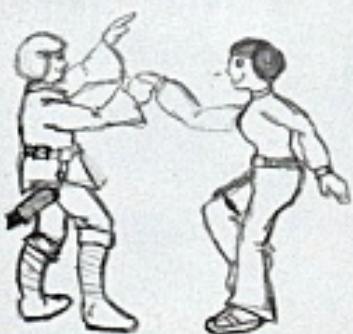
Like My Father Before Me

Raised on a farm in Raymore, Missouri, Rudish fell in love with art at an early age. Aside from the typical schoolboy doodling on notebooks and Pee-Chee folders, the aspiring artist found himself Padawan to his father, the Master. "My dad was an artist for Hallmark cards," says Rudish. "That was pretty neat and, of course, that was very helpful being a young, wannabe artist. I had my own live-in art coach. Growing up around that studio environment was really inspiring, just knowing that there are professions in art out there. There was never any question of, 'Oh, that's nice that you can draw. But what are you really going to do for a job?' It was more like,

"Yeah, if you're good enough, you can get jobs." And so I had plenty of backing and support from my parents along those lines.'

Padawan Artist

Even at the age of 9, Paul Rudish already had his eye on the Star Wars galaxy. Luke Skywalker and Leia Organa from the young artist's sketchbook.



Unlike most aspiring artists who relinquish dreams of a career in art to pursue a more "stable" profession, Rudish set out after high school to hone his talents. This path led him out of Missouri and into an education in California, where he began to understand that his destiny lay beyond static illustration. "I always liked animation because it's lots of drawings," says Rudish, "but as I got older I thought maybe illustration would be great—doing paintings and comic books. Once I started looking around for colleges, I went to various schools, and I wasn't sure at that point if I wanted to get into illustration or animation. Just by looking at the Cal Arts animation department versus some of the other schools, it seemed like a more comfortable environment. It was on-campus, you could live there, and people ran around barefoot. At that point, the animation school seemed more fun. I knew the industry was out there, and it was always something that looked like it would be really fun to get into, so I thought I'd go for it."

The most difficult aspect of any training program comes after graduation—finding work in said profession. Luckily for Rudish (if you believe in luck rather than the Force), he entered the field just as a fledgling cable network with its own unique niche began moving up the Nielsen ladder. "I did my four years and then just hit the streets with the portfolio after school," says Rudish. "I started working a little bit around town and got hooked up with Cartoon Network pretty

"Star Wars in 1977 was a very inspiring, pinnacle moment for me."

early on—right when they were starting their shorts department. That was like in '92, and then I've actually been with Cartoon Network ever since, doing storyboard, direction, and design for *Powerpuff Girls*, *Dexter's Laboratory* and *Samurai Jack*."

First Step into a Larger World

Reading through the artist's biography suggests that a career in the arts was pre-destined. Nevertheless, Rudish is quick to point out a defining moment early in his youth that paved the way for a future in the profession. "I was seven in 1977, and my dad said, 'Hey, some of the guys at work are talking about this Star Wars movie. Do you want to go check it out?'" says Rudish. "And I was like, 'Hmmm, I like cowboys and knights, but maybe I could go see a space movie. Yeah, let's go try it out.' Lo and behold, the movie was filled with cowboys and knights and wizards and shiny mechanical friends and spaceships, and it was everything that I didn't know that I needed or wanted—but it was all that in one giant package. *Star Wars* in 1977 was a very inspiring, pinnacle moment for me. That really woke me up and said, 'Anything you can imagine can be made and presented to people.'"

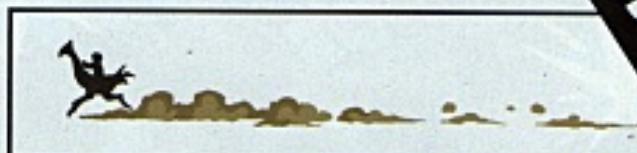
Devouring the ancillary materials like *Star Wars* comics, cards, and the various art-of books only reinforced his determination to pursue animation.



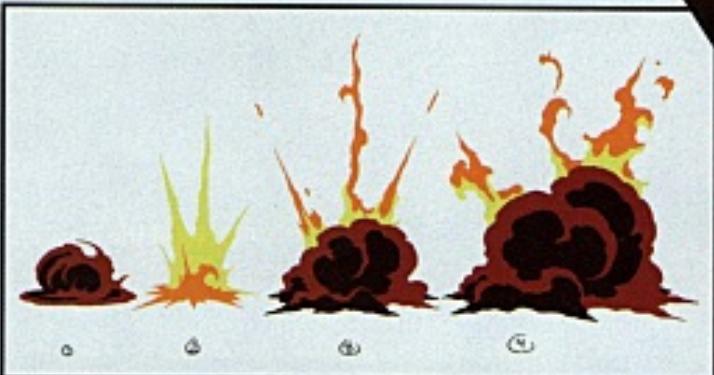
Caricature Study

Rudish captures the weary dignity of Jedi Master Qui-Gon Jinn with only a few lines. Sketches like this one become clean, stylized figures for animation, like the clone trooper seen here with full desert gear.

Motionless Capture
Even without the benefit of animation, the studies of a running steed and a blossoming explosion (TOP, RIGHT) already suggest a high-energy story.



That and numerous repeat viewings of the film. "I saw it seven times in the theater," says Rudish with a chuckle. "And then reading all the backs of the *Star Wars* cards for little facts and things, lining them all up and trying to draw the droids and everything. I was drawing lots of little space battles with Luke and Leia on new adventures."



Paul Rudish



Forces of the Republic

Not only superior to droids but also much better dressed, clone troopers are the backbone of the Republic Army.

Heroes like Obi-Wan Kenobi (BELOW) get a chance to prove why they're called Jedi "Knights."

Working on halves of comic books—I would get all excited, 'Oh, I'm going to make a whole comic book on this story.' And then I would do about eight panels, get tired, and not come back to it. So after [I saw] Star Wars, pretty much all I drew was Star Wars."

While every fan can think back to his or her own favorite aspect of the film, the artist's perspective is unique. In hearing Rudish discuss



the visuals of the original trilogy, it's obvious he saw things the average viewer might have missed. "There's the contrast between the organic and the mechanical," he says. "Generally, your heroes are warm and soft versus the villains, who are cold and hard. There's that great image of the brown robe standing in front of all the white armor—that kind of juxtaposition. [Even] the thinking of the Jedi is very organic and more spiritual, and the bad guys are more mechanical and cookie cutter. But then to go back to the old knights and cowboys thing, that really appeals, too. It wasn't just shiny, silver, outer-space super-future. It was dirty and crusty and felt more like a real world and had everything mixed in there. It had Old West frontier towns with seedy bars and chivalrous knights and crazy wizards and white plastic Nazis marching around telling you what not to do."

"A lot of the things in Star Wars designed for live action are so detailed that for animation it's just not practical."

Friends at the Academy

Rudish never imagined that, nearly twenty-six years later, he would be working within the very mythology he loved so much as a child. While his talent was a prerequisite to acquiring the job, his is another tale of a talented person being in the right place at the right time—with another talented person. "I met Genndy at school, and then we worked together in the early days of Cartoon Network," says Rudish. "We've always worked well together and have been doing so for the past ten years. The Star Wars thing just kind of snuck in. Some of the folks around here always knew that we were Star Wars fans, and when [Lucasfilm was looking for a home for the project], I guess they came to Cartoon Network. When they dropped that info, the [network was] like, 'Oh, yeah? We've got guys for you if you want a Star Wars cartoon.' So it just kind of dropped on our laps and we were like, 'Holy cats, yeah!'"

In being responsible for the look of every character in the series, Rudish's most difficult challenge is that of translating live-action and photo-realistic computer-generated actors into cartoon equivalents with his own stamp.

"There's been a lot of playing back and forth trying to decide how much caricature and how cartoony to push things versus how real or more of a comic book kind of flavor to add to it," says Rudish. "I think we found a place right in the middle. We did a lot of drawings that

battle droid? It still looks like a battle droid, but I can't draw all the nuts and bolts and panels and plates and tubes, so you just try to get rid of two-thirds of it and try to keep one-third of the important details that will still give you that basic look."



Ironically, advances in sci-fi imagery have also posed obstacles in the overall design process. For example, while Rudish might want to take the look of a spaceship or alien creature in a certain direction, he must make sure that it fits within the pre-existing mold established by five Star Wars

were real cartoony and more pushed and more like *Samurai Jack*—more simplified and broader shapes and things. But we've reined that back a little bit in trying to keep more realistically proportioned humans. Because it is based on live action, we don't want to get too crazy."

Of course, that's easier said than done when dealing with some of the saga's more complex characters. "A lot of the things in Star Wars designed for live action are so detailed that for animation it's just not practical," adds Rudish. "So there's been a lot of just trying to look at the live-action reference and [figure out] how can I pare that down and what kind of details I can get rid of but still keep the silhouette of a

features. "We are pushing the envelope a little bit with the new flavors of sci-fi," notes Rudish. "We've got a villain that we're trying to do [using] some more animated type of things—more cartoony. With Durge, we're honing in on his alien physique. He's supposed to have these crazy healing powers and weird, obscured alien physiology, so we latched onto that. Hopefully, we're going to get some fun animation stuff out of his surprises that some might not say are very Star Wars. Then again, as you look at the other films, Lucas seems to always add new elements that maybe you didn't think was a Star Wars element until all of a sudden, 'Oh, look. This bounty hunter is a shape-shifter.' Maybe we didn't think that anybody had shape-shifting powers before, but the Star Wars

Paul Rudish

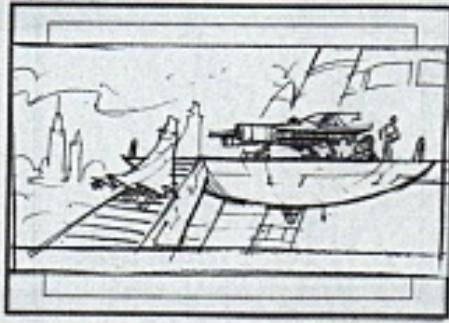


high" Greek proportions. Ultimately, a final design is approved after the head from one drawing is pasted onto the body and costume of another.

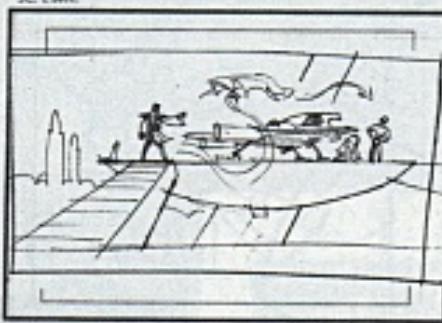
The Droids You're Looking For

So far, all that's known about the *Star Wars: Clone Wars* series is that the prequel trilogy's regulars (Padmé, Yoda, and Mace Windu) will star in side adventures revolving around a main story of Obi-Wan and Anakin leading an attack on the banking world of Muunilinst. The show's villains were handpicked for the project by the folks at Lucasfilm, but aside from that, everything else can be considered a

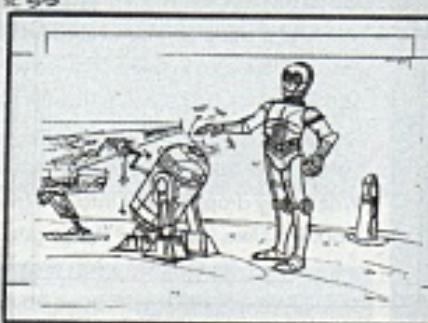
SC 54 cont.



SC 54 cont.



SC 55



universe is such a potpourri of anything fun that it doesn't really seem foreign to throw in any kind of crazy idea because that's the formula. He threw knights, cowboys, wizards, robots and spaceships into one cauldron, mixed it all up and called it *Star Wars* soup."

To better understand the work that goes into conceiving a character for the animated series, Rudish describes designing Obi-Wan Kenobi—a process that begins with a photograph and a blank sheet of paper. "I try to find as many pictures of Ewan McGregor as I can and then I try to do some caricatures of the actor," explains Rudish.

"Then, I whittle that down to maybe a little less than the actor and just more like a feeling of the character himself. Now that you kind of figured out what Ewan's eyes, nose, and mouth look like, let's forget about Ewan McGregor, and let's think about Obi-Wan. What are the attitudes that Obi-Wan needs to convey? Just a lot of drawings and various levels of cartoon caricature versus realism and then taking those to Genndy and talking about which feels better and getting his input."

After a powwow with the series' creator, Rudish produces another round of designs, one with more traditional "seven heads

Cartoon Network free-for-all. "When we met with Lucasfilm to talk about the project, they said, 'Here are your villains—Asajj Ventress and Durge,'" says Rudish. "Those will be the two main cronies of Count Dooku. And, of course, we'll see Dooku and a little hint of Darth Sidious. We have some little side stories—little single chapters by themselves that don't fall into the main battle [of Muunilinst]. We'll have like one little guest shot of Kit Fisto and he's going to lead some forces on Mon Calamari and there's a little piece with Luminara Unduli and Barriss Offee. They get a little adventure for themselves there, and then Yoda jumps in with them on the next episode after that."

Additionally, two other fan-favorite characters not originally slated for the series have managed to sneak in, courtesy of Rudish's cunning plan. "We tried really hard to find a place to use the droids," says Rudish. "At first it was like, 'Do we get to use the droids?' And the Lucasfilm folks were saying, 'Well, it's the story of Anakin and Obi-Wan in the *Clone Wars*, and the droids just hang out with Padmé. We don't know what they would do. You can use them if you want.' So we were like, 'Oh, we've got to have a droid episode somehow!' So we finally figured out a little side adventure with Padmé and the droids that hopefully should be kind of fun. Maybe we can squeeze a joke or two in there. So far the battles are pretty battle-tastic—not much jokey

"Star Wars used to be my fun hobby time; now it's work time."

kind of character stuff. But hopefully, we'll be able to wedge a little bit in there with R2-D2 and C-3PO."

Of course, at three minutes per episode, it seems like there wouldn't be much time for anything but battles. "The whole three-minute package is a really interesting thing to wrestle with," says Rudish. "To try and figure out stories that'll either work in three minutes or stories that can be segmented into three-minute chunks and then strung back together. It is pretty much action sequence, action sequence, action sequence, but I think that they'll string together and we'll be able to get a little bit more story out of it."

Tying into his attempt at working the comedic droid duo into an episode, Rudish admits that R2-D2 is his favorite character, describing him as "the coolest little Swiss Army Knife friend you would want." As his work on the *Clone Wars* series becomes more involved, however, a new character seems to be rising in all-time favorite status. "I'm having a lot of fun with Obi-Wan; he's really great," says Rudish. "I'm trying to leave a little mark on General Kenobi as a Knight, and we have a joust sequence on speeder bikes that I'm pretty excited about just because

that pushes the Knight aspect. And trying to add a little more flavor of the

Comic Relief

While everyone's favorite droids are not the focal characters of the animated shorts, you can bet that R2-D2 and C-3PO will steal a scene here and there.

SC. 38A



fairy-tale medieval-ism that is kind of the core of a lot of *Star Wars*. A lot of people get lost in the spaceships and the robots and the mechanical future part, but really a lot of the undertone is that fairytale kind of thing."

Ultimately, this project is a dream come true for Rudish—the pinnacle of a professional journey that has taken him full circle to his earliest memories of a galaxy far, far away. Now, if he can only shake off that overwhelming feeling that

SC. 38A



BTW SITS IN THE SHOT - HE AND

SC. CONT.



THAT'S COOL / SCENE WIRES TO MEET

manages to sneak up on him at times. "Some days it's amazing," says Rudish. "When I drew the models for R2-D2 and C-3PO, I just sat at my desk and was like, 'Wait a minute. I usually draw R2-D2 and C-3PO, but just for fun. This one is actually going to be on TV, and it's for George. Holy cow! That sinking in was a really weird and kind of cool moment. But then some days, when you're faced with schedules and all that kind of stuff you go, 'Oh, wait. *Star Wars* used to be my fun hobby time; now it's work time.' So when you have to put *Star Wars* on a schedule, it's kind of odd. But to now be in charge with coming up with some of [the mythology], it's pretty nifty."

Paul Rudish



The Battle of Geonosis

source: Star Wars Episode II: Attack of the Clones
 format: Movie
 publisher: Lucasfilm
 publication date: May 2002



The Search for Count Dooku

source: Boba Fett #1: The Fight to Survive
 format: Book
 publisher: Scholastic
 publication date: April 2002
 author: Terry Bisson



The Storm Fleet Destroyers

source: Hasbro Short Story Collection: "Storm Fleet Warnings"
 format: Short Story
 publisher: Palzo Publishing
 publication date: July 2003
 author: Jude Watson



Conspiracy on Aargau

source: Boba Fett #3: Maze of Deception
 format: Book
 publisher: Scholastic
 publication date: April 2003
 author: Elizabeth Hand



The Fortress of Axion

source: Hasbro Short Story Collection: "Duel"
 format: Short Story
 publisher: Palzo Publishing
 publication date: July 2003
 author: Timothy Zahn



The Battle of Raxus Prime

source: Boba Fett #2: Crossfire
 format: Book
 publisher: Scholastic
 publication date: November 2002
 author: Terry Bisson



The Battle of Kamino

source: Clone Wars II: The Defense of Kamino
 format: Comic
 publisher: Dark Horse
 publication date: June 2003
 authors: Various
 notes: Republic 49-50; Jedi: Mace Windu



The Defense of Naboo

source: Clone Wars II: Victories & Sacrifices
 format: Comic
 publisher: Dark Horse
 publication date: September 2003
 authors: Various
 notes: Republic 51-53; Jedi: Shaak Ti



The Dark Reaper Project

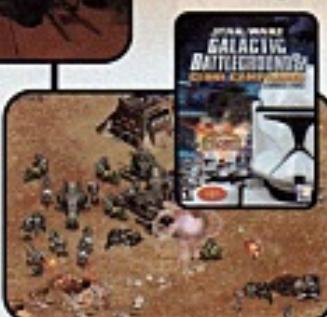
source: The Clone Wars
 format: Videogame
 publisher: LucasArts
 publication date: October 2002
 platform: GameCube, PS2, Xbox



ELUSION ILLUSION

source: "Elusion Illusion"
 format: Short Story
 publisher: Palzo Publishing
 publication date: March 2003
 author: Michael A. Stackpole
 notes: Star Wars Insider #66

Assignment: Corellia
 source: "Elusion Illusion"
 format: Short Story
 publisher: Palzo Publishing
 publication date: March 2003
 author: Michael A. Stackpole
 notes: Star Wars Insider #66



The Hunt for the Decimator

source: Galactic Battlegrounds: Clone Campaigns
 format: Videogame
 publisher: LucasArts
 publication date: May 2002
 platform: PC, Mac



The Battle of Muunilinst

source: *Clone Wars Animated Shorts*
 format: Cartoon
 publisher: Cartoon Network
 broadcast dates: Season I—November 2003
 Season II—March 2004

The Dagу Revolt

source: *Escape from Dagу*
 format: Novel
 publisher: Del Rey
 publication date: March 2004
 author: William Dietz

The Casualties of Drongar

source: *Medstar I: Battle Surgeons*
 format: Novel
 publisher: Del Rey
 publication date: July 2004
 authors: Steve Perry & Michael Reaves



The Pengalan Tradeoff

Raid on Pengalan IV

source: "The Pengalan Tradeoff"
 format: Short Story
 publisher: Paizo Publishing
 publication date: February 2003
 author: Aaron Allston
 notes: *Star Wars Insider* #65

The Casualties of Drongar

source: *Medstar II: Healer*
 format: Novel
 publisher: Del Rey
 publication date: October 2004
 authors: Steve Perry & Michael Reaves

24

25

26

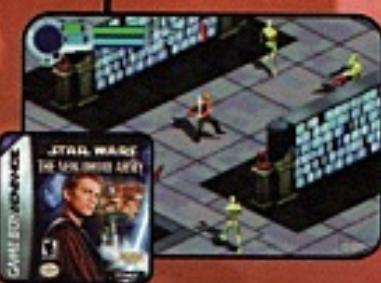
27

28

29

30

Months After The Battle of Geonosis



Rise of the Cortosis Battle Droids

source: *The New Droid Army*
 format: Videogame
 publisher: LucasArts
 publication date: November 2002
 platform: GameBoy Advance

The Battle of Jabiim

source: *Clone Wars II: Last Stand on Jabiim*
 format: Comic
 publisher: Dark Horse
 publication date: February 2004
 author: Various
 notes: Republic 55-59

The Praesitlyn Conquest

source: *Jedi Trial*
 format: Novel
 publisher: Del Rey
 publication date: November 2004
 authors: David Sherman & Dan Cragg



The Haruun Kal Crisis

source: *Hebbo Short Story Collection: "Equipment"*
 format: Short Story
 publisher: Paizo Publishing
 publication date: July 2003
 author: Matthew Stover

The Spaarti Incident

source: "The Hero of Cartao"
 format: Short Story
 publisher: Paizo Publishing
 publication date: September 2003
 author: Timothy Zahn
 notes: *Star Wars Insider* #68-70



The Haruun Kal Crisis

source: *Shatterpoint*
 format: Novel
 publisher: Del Rey
 publication date: June 2003
 author: Matthew Stover



Assassination on Buchara

source: *Legacy of the Jedi* #2
 format: Book
 publisher: Scholastic
 publication date: August 2003
 author: Jude Watson

The Bio Droid Threat

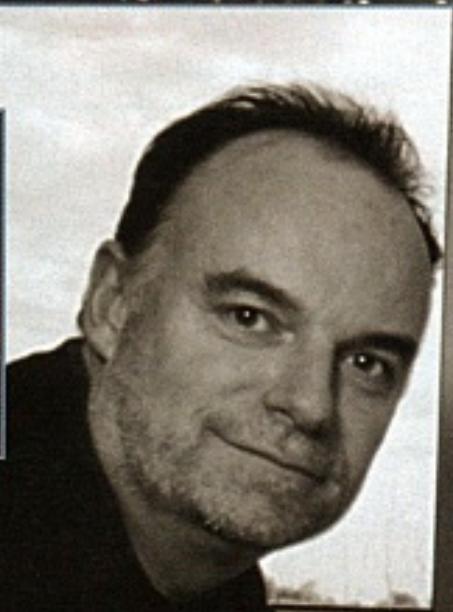
source: *The Cestus Deception*
 format: Novel
 publisher: Del Rey
 publication date: June 2004
 author: Steven N. Barnes

CLONE WARS

It was the first day of shooting on *The Phantom Menace*, the first new *Star Wars* film in fifteen years—and disaster loomed. As cinematographer David Tattersall's camera was ready to turn on the first set-up—Palpatine's office—the actors walked onto that blood-red set, and production designer Gavin Bocquet's heart turned to ice.

"That was quite a big day for us as you can imagine—the first *Star Wars* [prequel]—and we were quite instrumental in suggesting that deep tone of red for that room," Bocquet recalls with a shiver. "And then the handmaidens walked on wearing costumes that were basically the same color as the walls! Trisha Biggar [the costume designer] and I hadn't realized that in the madness of everything we were doing, so it just got through, and we thought George was going to walk on set and not like what he [saw]. Initially from the concept work, Palpatine's office was going to be more like Cloud City, quite white and sterile, but we felt that we should give [Palpatine] something a little more striking, so we moved into this sort of womb-like, deep blood-red quality. But when George walked on the set, he looked at it and said, 'That's actually really good.' He quite liked the idea of the Handmaidens almost disappearing into the walls—it made Palpatine stand out. We would love to say we planned it, but we didn't. Sometimes it's just the odd mistakes that make something work, and those you can never plan."

Design



Gavin Bocquet on the *Star Wars*

Magic Maker

Gavin Bocquet, production designer for the *Star Wars* prequels, at his drawing board.



ing the Galaxy

Prequels

By Ron Magid

Bocquet—whose previous credits include production design for the British TV series *Yellowthread Street* plus the features *Kafka* and *Radoland Murders*—had already become used to the concept of happy accidents. Even then, Bocquet felt it was those unexpected things that brought heavily designed films to life, and he was pleased to find that George Lucas' design philosophy was perfectly in sync. It was something Bocquet sensed when he first saw *Star Wars* in 1977, years before he considered a career in film. "I was in my second year of post-grad doing product design when *Star Wars* came out, and I remember that it was a big influence on the 'real' design world," he says. "I think we

went to see it three or four times in the first week even though we weren't in our teenage years, because we realized that was a whole new world of science-fiction design in film. George and [production designer] John Barry and [set director] Roger Christian didn't have much money, so they used an awful lot of scrap and old stuff to make things rather than building and designing everything from scratch, which gave *Star Wars* the gritty look of real life. *Star Wars* wasn't as clean and sparkly as *2001* or *Things to Come*. It was just real hard living, which I don't think had ever been done before in science fiction. That was a big influence on other films, but, as with a lot of things in the *Star Wars*



La Sagrada Familiar?

The influence of Spanish architect Antonio Gaudí is visible in the design of Otoch Gunga city.



world, it was by default really. It was the way they had to work, but George loved the idea even at that stage of getting incredible value for money and producing incredibly good visual solutions."

A Young Jedi

"Design by default" was something Bocquet learned about firsthand when he was hired by production designer Norman Reynolds to work on *Return of the Jedi*, and even prior to that when he signed on with Stuart Craig in 1979 as a "Space Equipment Devisor" for his first film job, *Saturn 3*. "My two main mentors were Norman and Stuart—I spent my first ten

Getting Around

Bocquet finds a faster way to get around Leavesden Studios.

years jumping backwards and forwards between them," says Bocquet. "My early influences in design, I suppose, go back to Stanley Kubrick's *2001: A Space Odyssey*, which was the first film that really pushed me at age 13, and I was a complete fanatic of Gerry Anderson's shows from *Fireball XL5* to *Stingray*. *Thunderbirds* was incredibly influential for me, but I tend to be more influenced by people that I've worked with, so being with Stuart and Norman over four or five films each, and both being incredibly talented and professional, I would have to say they were my forever biggest influences."

While Craig's credits mostly lean toward such sumptuously mounted period pictures as Sir Richard Attenborough's *Gandhi* and David Lynch's *The Elephant Man*, Norman Reynolds' oeuvre includes such flights of fancy as *Mission: Impossible*, *Young*

Sherlock Holmes, *Return to Oz*, and *Raiders of the Lost Ark*. That the work of his mentors perfectly encompasses the qualities he's brought to his own designs for *Star Wars* Episodes I and II is no surprise to Bocquet. "It's completely natural," he says. "Besides, George always says that *Star Wars* is a period drama set in space."

Groomed by the Master

There was one other major influence: Bocquet's experience on Lucas' highly experimental *The Young Indiana Jones Chronicles* TV series. In this cauldron, virtually the entire Episode I production team was

forged. Producer Rick McCallum, cinematographer David Tattersall, Bocquet and many others cut their teeth on *Young Indy* for two years, then segued to the Lucas-produced feature, *RadioLand Murders*, whose digital crowd replication and set extensions became the blueprint for the new movies Lucas was rumored to be preparing. "I remember driving around the Czech Republic in a location van with Rick and eight of us on *Young Indy*, and he brought up the possibility of doing the next *Star Wars*,"

Bocquet recalls. "Rick just started talking about 'When we do *Star Wars*...' to David Tattersall, myself and a couple of other people, and David [and I] in the back of the

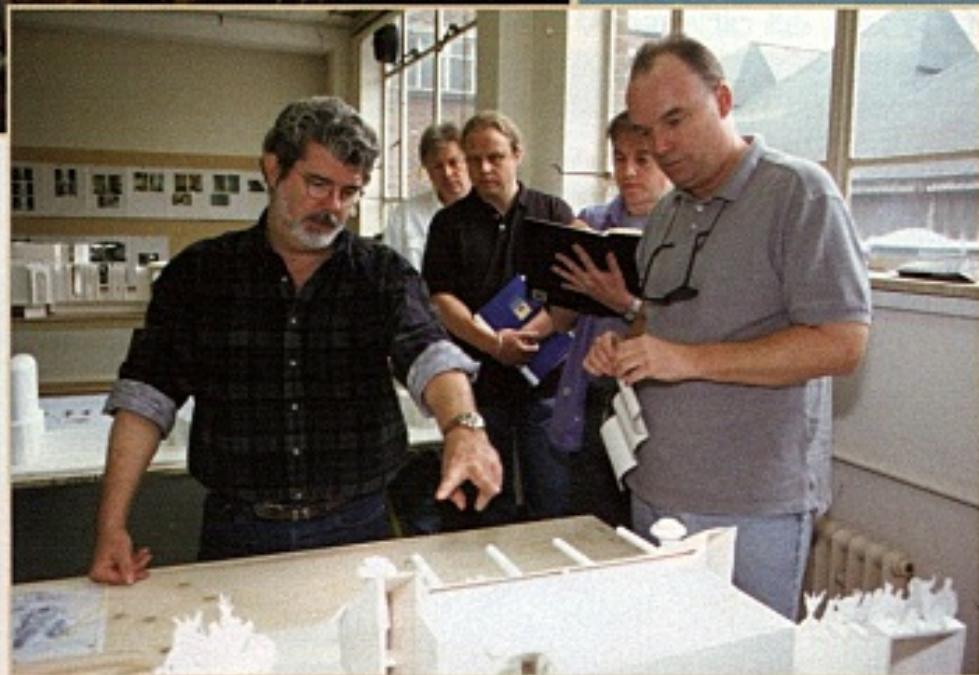
bus started looking at each other. Rick had never ever asked us if we wanted the job; he just included us in the conversation, and I started thinking, 'Does that mean I'm doing it or not?'"

The answer became apparent when Bocquet was asked to begin planning sets and environments for what would become *The Phantom Menace*. He immediately began drawing on what he'd learned working on *Return of the Jedi* for inspiration. "One thing I knew we were automatically going to bring forward into the new films was that world of producing stuff from nothing or the greebly world or anything you could buy," he says. "There were lots of changes in the perception of design over the twenty years since the original *Star Wars* in every form of life, and also technology had increased, so we had to hold onto the simplicity of how things had been done before and try to take them into that new world."

It became very apparent that Lucas wanted to follow his old dictate of using real environments as the foundation of at least some of his fanciful worlds. "I think George loves the idea, like in North Africa with Tatooine, of going into a place that already has an inherent look or architecture," says Bocquet. "Then we can embellish or change that slightly, and it has a believability about it that you're never really going to be able to achieve starting from nothing."

Visualizing Episode I

This idea of transforming real places into fantasy locations was nowhere more clear than when Bocquet and company began designing the Renaissance Italy-inspired planet, Naboo. "Rome and Naples obviously had a huge influence [on] Naboo," Bocquet says. "But if you look at Rome, thousands of architects, furniture designers and city planners have been involved in producing that city. So to presume that one or two film designers can produce an environment like Naboo from nothing, to create a completely

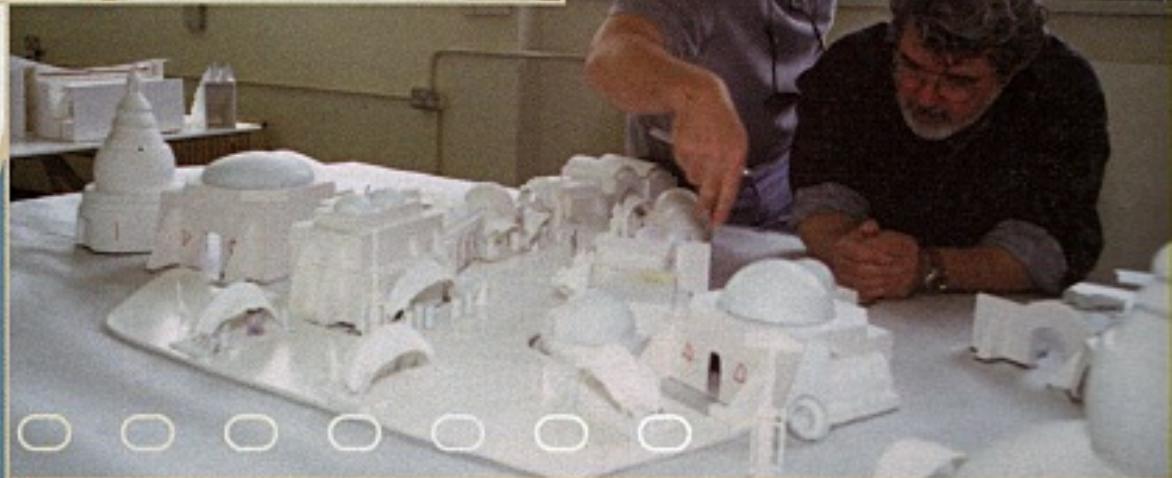


Taking Notes

[Left to right] George Lucas, Dave Bubb, construction manager; Peter Walpole, set director; Peter Russell, supervising art director; and Bocquet receive feedback from Lucas on a foamcore model of part of the Podrace Arena.

City Planning

Bocquet walks Lucas through the Mos Espa marketplace.



new form of architecture and a realistic or believable looking cityscape environment is quite—not arrogant, but a bit unrealistic, I think, in the end, if the story, the characters and the drama are working, you won't notice that the base of a column looks like one you might've seen when you went to Naples twenty years ago."

Then there are those times where Lucas' imagination envisions worlds that just can't be created using anything but digital technology, places like the underwater paradise of Otoh Gunga. "I think George likes that balance," adds Bocquet. "He likes the idea of balancing certain real environments—whether it's the snowfields of Norway or the forests of [California] or North Africa—with your completely created environments. In the end, it's going to feel much more realistic."

Computer graphics gave Bocquet, design director Doug Chiang and art directors Phil Harvey, Fred Hole, John King, Rod McLean, and Ben Scott free reign to visualize the bubble-bound Gungan cities any way they chose—but that freedom brought with it a certain attendant terror as well. "You're always looking for references, but of course that was an abstract—we weren't going to find a

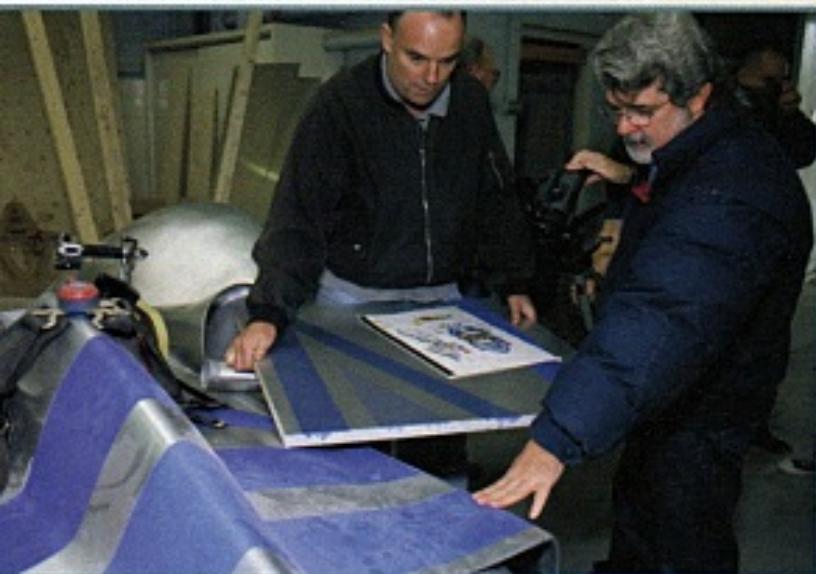
of technology that was creating these membranes. George had some nice ideas: he wanted to see fish swimming around outside the bubble accidentally go through the membrane and fall to the floor, and Gungan employees had to pick the fish up and throw

Down on the Farm

Inspecting the details of the Lars family homestead set in Tunisia.



"The most personal thing that all of us wanted to bring to the new



Gungan city for real in any sort of world," says Bocquet. Instead, they turned to an unusual source of inspiration. Like the fanciful landscapes of Dr. Seuss, Otoh Gunga was inspired by the mad swirls of the famed Spanish architect Antonio Gaudi. "The influences were very much Art Nouveau and underwater architecture," he adds, "but then, as we tend to do in the art department, we invented our own backstory about what happened in different bubbles at different levels and how the mechanics worked. I always like to include some sort of logic, however bizarre it is—we even suggested to George that we should see the bubble generators underneath each of the buildings so there was some sort

them back out into the water! Sadly, in the filmmaking process, none of that really gets out, but I think we're using all of it as a basis for our design. If we can believe that world and all those realities, it gives a credibility to the stuff we're producing for the film. And it's fun to do."

The city planet of Coruscant, originally envisioned by the first trilogy's guiding light, artist Ralph McQuarrie, owes a lot to such classic films as *Metropolis* and *Things to Come*. "Ralph had done an awful lot of work on Coruscant for the first three films, and some very interesting visuals that he did were brought out of the archives when Doug Chiang and I started

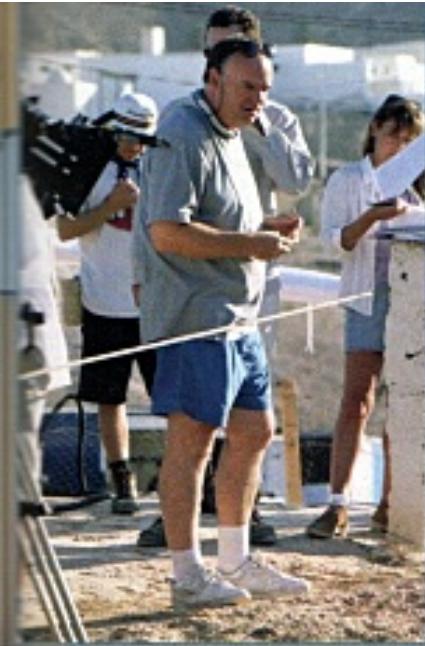
Racing Stripes

Bocquet and Lucas inspect the deco on Anakin's podracer.

City at Night

The graphic, neon look of Coruscant was drawn from many sources.





on Episode I," Bocquet reveals. "Ralph's idea was that everything is completely covered by buildings on Coruscant. There's one very nice image that Ralph had done of a tiny bit of rock sticking up in the middle of one of the central plazas. This was the last bit of land that you could see on Coruscant, so everybody came to see the top of this mountain, which was the only thing that was left. I think Doug would admit that a lot of our influences on Episode I were taken from there—Coruscant was a bit of an homage to Ralph."

The Perils of Clones' Design

But McQuarrie's influence didn't end there. He had also done a series of sketches of Coruscant's lower levels, which became a guiding light for the speeder chase sequence in *Attack of the Clones*. But Lucas wanted to add something new to the Star Wars design mix: neon lights and

whether he'd have model kits of pods but in the end, it was a very difficult world to move into—until we revisited Coruscant in *Clones*."

For some, the addition of neon and signage gave Coruscant a *Blade Runner*-esque feel. "There's certain worlds where you can't avoid having stuff like that," Bocquet argues, "and although we were going through ports in the industrial area with mountains of flame coming out, industrial landscapes and nightlife cities of the future have been done before *Blade Runner*. I think George would say, without getting too grand about it, that everything, whether it's music or writing or film, comes from somewhere else. It's all an application of someone else's ideas in one way, then putting them together in another, so the work that we produce is just an amalgam of every area of design, even film design."

Ultimately, Bocquet and his design team were far less concerned about what critics had to say than they were about the fans' reactions to their *Star Wars* designs. "In fact," he states emphatically, "the most personal thing that all of us wanted to bring to the new *Star Wars* movies was the look of the old movies! So after Episodes I and II came out, we needed the fans to say that it looked like a *Star Wars* movie, or not to say that it didn't. Whatever anybody else says—even George—the fans are the ones that understand where *Star Wars* is coming from and where it's going to, and we just needed these films to just be accepted as part of what was to become a double trilogy. Fortunately,

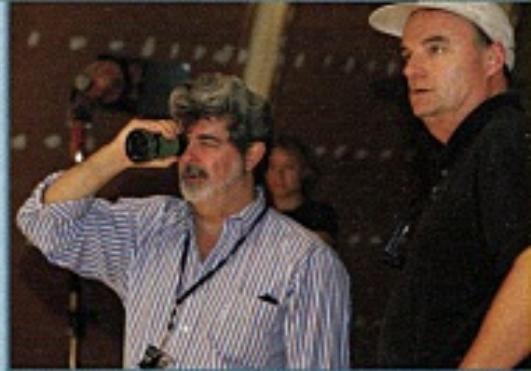
Star Wars movies was the look of the old [Star Wars] movies!"

graphic logos on bars, factories, and storefronts. "Star Wars [movies] have generally been very un-graphic films, so this was the first time that George was quite positive about moving into that world of graphic design, logos, and products," Bocquet says. That decision created a potentially dangerous landscape for the production designer. "It's very period-establishing, and if you start putting too much of that stuff in, in ten years time, the film can suddenly look very dated. We actually talked about doing it, funny enough, in Anakin's slave quarters in *The Phantom Menace*. On that project, we discussed whether we should introduce in his bedroom some sort of poster work—kid's stuff—and we had a lot of interesting discussions about what that would be,

Through the Camera Eye

Bocquet and Lucas scope out an Episode I set at Leavesden Studios.

we didn't get any criticisms that they didn't look like *Star Wars* movies. They were a natural move from what had come before, and that's quite hard."



As for the future of *Star Wars* design, whether Episode III? While Bocquet is unwilling to reveal much, there's one location the film will revisit for sure: that wild red room known as Palpatine's office. "There's been a lot of discussion that maybe a few years later, the decoration has changed or it's a different color or the furniture's different or whatever," says Bocquet. "While you could easily argue that the decorators have been in and changed something in that time, from George's point of view, he needs the audience to know exactly where they are for that given moment for those few lines of the script. If you change the color of the room or anything in it noticeably, the audience will get confused—there won't be a little note at the bottom saying, 'The room has been redecorated from the previous film!' It's funny how sometimes the analysis of production design by critics is often much deeper than it needs to be. We make pretty basic decisions for the audience. George is always interested in having incredibly contrasting environments. He doesn't mind necessarily what the differences are—he just needs them to be different. And although it's hard to look at all five films in one go, generally he's managed to achieve that. Certainly, looking at what we're getting in Episode III, it's the same thing again: we've got three or four worlds that are completely separate. It's going to be a lot of fun to design all that!"



Before

the aliens and droids, before Yoda and Jar Jar and R2-D2, George Lucas made a film that was just about people. That film, *American Graffiti*, celebrates its 30th anniversary this year. *Star Wars Insider* takes a nostalgic look back at the film classic that made *Star Wars* possible, launched the film careers of megastars like Harrison Ford, Richard Dreyfuss, and Ron Howard—and made George Lucas an icon.

AM

All photos © Universal Studios/The Everett Collection

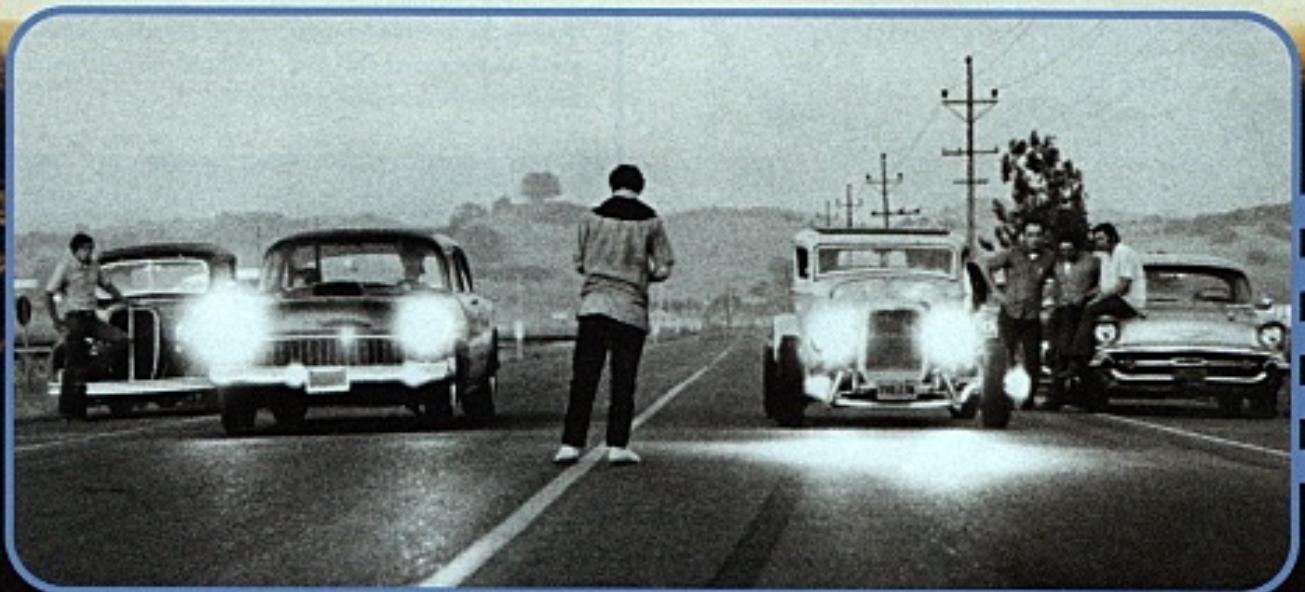


"Cars were my life. That's what I thought I was going to end up doing."

american Graffiti

TM
Redux

30 Years After George Lucas' First Perfect Movie



"was being a mechanic and racing cars the rest of my life." —George Lucas

drive-in

by Mike Selinker

American Graffiti

30TH Anniversary

Graffiti was the 29-year-old Lucas' second feature film, coming a couple years after the little-seen science-fiction allegory *THX 1138*. Every major studio passed on the script, at least until white-hot Godfather director Francis Ford Coppola signed on to produce. Even then, Universal gave Lucas a measly \$750,000 to make the film.

Even though casting took six months, shooting took place in only 28 nights (the movie starts in the evening and goes till dawn). This was guerrilla filmmaking, with the man in the USC Trojans jacket shooting all night and editing all day for a month. They had one actors' trailer and no chairs.

Things kept going wrong. The city of San Rafael, California, standing in for Lucas' home of Modesto, tore up the production's contract after

one day, so Lucas bugged out the sets to nearby Petaluma. A car wouldn't roll when needed, needing four mornings to shoot five seconds of screen time. A convention of dentists kept the cast awake during the days. Ford and costar Paul Le Mat threw Richard Dreyfuss into the shallow end of a swimming pool, leaving him with a black eye when he filmed a critical scene.

"*American Graffiti* was shot more or less in sequence, and what was great about it was that as production wore on, we became more and more exhausted," Howard said in the documentary *The Making of American Graffiti*. "By the end we all had circles under our eyes and we looked like we'd been up all night. Well, we had been up all night for weeks, and it really showed. Everybody became kind of a little punchy."

The movie begins with nerd Terry "the Toad" Fields (Charles Martin Smith) crashing his Vespa into a trash can—a mistake that, like many flubs, Lucas kept in. At Mel's Drive-In, Terry joins class president Steve Bolander (Howard), greaseball Big John Milner (Le Mat), and intellectual Curt Henderson (Dreyfuss). It's Steve and Curt's last night before leaving Modesto for college. Despite Curt's waffling pledge that "we'll all do something together, y'know, before Steve leaves," the four are never all together again that night. Instead the movie splits into four criss-crossing stories, all about girls and cars:

Story A: Laurie & The Family Edsel

Sitting with his cheerleader steady, Curt's sister Laurie (Cindy Williams), Steve utters this knuckleheaded line: "Seeing other people while I'm away can't possibly hurt, you know?" It starts to hurt right then, as Laurie tears off the class ring he gave her. They have a heart-rending dance at the freshman hop, and Laurie eventually kicks the too-fresh Steve out of her dad's '58 Edsel. You really don't know whether they'll ever get back together.



"You just can't stay 17 forever!" —Steve



"I just love it when guys peel out." —Debbie

LEFT TO RIGHT
Shoestring Shoot

George Lucas on location for *American Graffiti*, for which he had a budget of only \$750,000.

Working the Night Shift

Ron Howard, Candy Clark, and Charles Martin Smith relax before shooting begins after dark.

Cruisin'

The city of San Rafael kicked out the moviemakers on their first night of shooting, so Petaluma became the movie's Modesto, California.

Buckle Your Seatbelts

Cindy Williams, Ron Howard, Harrison Ford, and Paul Le Mat after the climactic race reunites Steve and Laurie.

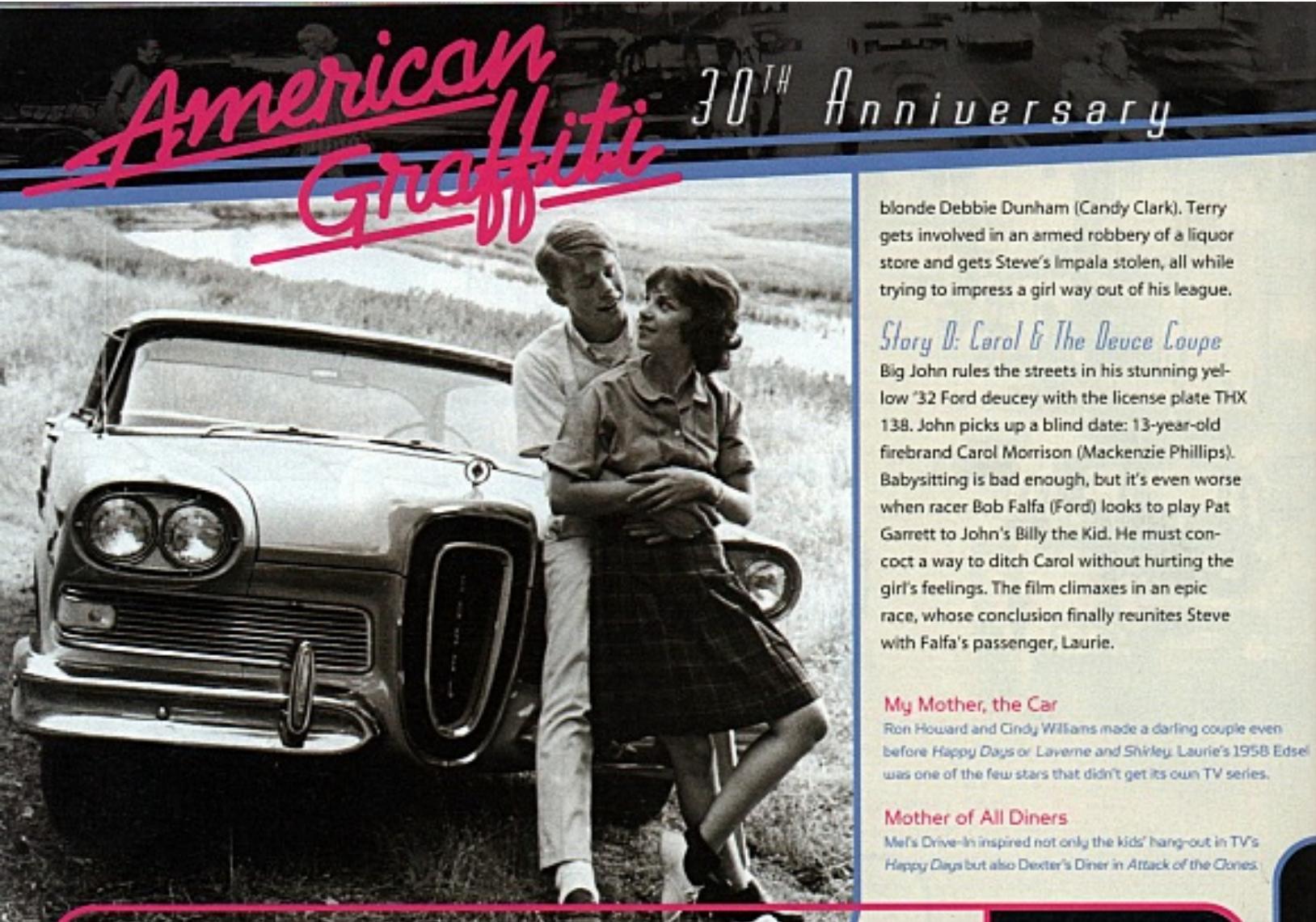


Story 8: The Blonde In The White T-Bird

As Curt mulls his future, a mysterious blonde (Suzanne Somers) whispers "I love you" at a stoplight. In chasing her Thunderbird all over the strip, Curt gets drafted into the clueless street gang the Pharaohs (they pronounce it "FAY-rows"), and hooks a winch on a police car's axle with predictably side-splitting results. He soon consults the Godlike disc jockey Wolfman Jack for aid in meeting the elusive blonde.

Story 9: Debbie & The Chevy

Steve lends Terry the Toad his superfine tuck-and-rolled '58 Chevy Impala. Despite promising to "love and protect this car until death do us part," Terry gets into a fender-bender after about five minutes. This proves to be the least of his misfortunes, when he hooks up with gum-cracking



"WE GONNA ROCK & ROLL OURSELVES TO DEATH!"

Pop the second disc of the American Graffiti soundtrack into your CD player. Pulse ahead past staples like Chuck Berry's "Johnny B. Goode" and The Flamingos' "I Only Have Eyes for You," all the way to track 14. As the bells of "Crying in the Chapel" ring out, latch on to Orioles singer Sonny Till's confident contentment as he gets down on his knees. You may need it as the next track starts.

"You're a thousand miles away," cries the lead singer of The Heartbeats, "but I still have your love to remember you by. Oh my darling, dry your eyes. Daddy's coming home soon."

Yeah, that's the ache. It's all over the American Graffiti soundtrack, the first and best album I ever bought with my own money. The double-album forms the great, holy trinity of '70s soundtracks with Saturday Night Fever and Rock 'n' Roll High School, three of the first films to understand that the music really is the message.

Graffiti's 41 tracks represent the best of American music in 1962, back when the only musical styles worth playing had ampersands in them. Rhythm & blues and

country & western's unruly stepchild, rock & roll, faced its troubled adolescence, full of bluster, uncertainty, and expectation.

It was a time when irony had yet to become the strongest force in our culture. Love was life and death. The Five Satins cemented love's eternal bond in the last great American wedding song, "To the Aisle." Buddy Holly sounded like he meant it when he said to his departing love, "That'll be the day when I die." To the teens at which Johnny Burnette aimed "You're Sixteen—You're Beautiful (and You're Mine)," the strange hungers that fueled the Freshman Hop would last forever.

That hop might never end, if the band kept cranking out rousers like Bobby Freeman's "Do You Wanna Dance" and Joey Dee & The Starlighters' "Peppermint Twist." It was a golden age of production trickery, with plucking strings on The Skyliners' "Since I Don't Have You" and jingling bells on The Big Bopper's "Chantilly Lace." Sure, some of it's a bit square in the age of Insane Clown Posse, but there's no mistaking the high keyboard wall in Del Shannon's "Runaway" or Steve Cropper's

30TH Anniversary

blonde Debbie Dunham (Candy Clark). Terry gets involved in an armed robbery of a liquor store and gets Steve's Impala stolen, all while trying to impress a girl way out of his league.

Story 8: Carol & The Deuce Coupe

Big John rules the streets in his stunning yellow '32 Ford deucey with the license plate THX 138. John picks up a blind date: 13-year-old firebrand Carol Morrison (Mackenzie Phillips). Babysitting is bad enough, but it's even worse when racer Bob Falfa (Ford) looks to play Pat Garrett to John's Billy the Kid. He must concoct a way to ditch Carol without hurting the girl's feelings. The film climaxes in an epic race, whose conclusion finally reunites Steve with Falfa's passenger, Laurie.

My Mother, the Car

Ron Howard and Cindy Williams made a darling couple even before Happy Days or Laverne and Shirley. Laurie's 1958 Edsel was one of the few stars that didn't get its own TV series.

Mother of All Diners

Mc's Drive-In inspired not only the kids' hang-out in TV's Happy Days but also Dexter's Diner in *Attack of the Clones*.

41 HITS FROM THE SOUNDTRACK OF AMERICAN GRAFFITI



1. "We're Gonna Rock Around the Clock" - The Chords
2. "Sixteen Candles" - The Chords
3. "Rockin' Around the Christmas Tree" - The Poodles
4. "Why Do Fools Fall in Love" - Andre Previn and the Newengers
5. "That'll Be the Day" - Buddy Holly
6. "Terry Me" - Foster Brooks
7. "It's the Dog" - Foster Brooks and the Continental Kids
8. "She's So Fine" - Foster Brooks and the Continental Kids
9. "The Devil" - The Ventures
10. "See You in September" - The Ventures
11. "Surfin' Safari" - The Beach Boys
12. "He's the The Great Impostor" - The Ventures
13. "Blame It" - Shep & Limyia
14. "Smash Mouth" - Shep & Limyia
15. "Smash Mouth" - Shep & Limyia
16. "Smash Mouth" - Shep & Limyia
17. "Smash Mouth" - Shep & Limyia
18. "Smash Mouth" - Shep & Limyia
19. "Smash Mouth" - Shep & Limyia
20. "Smash Mouth" - Shep & Limyia
21. "Smash Mouth" - Shep & Limyia
22. "Smash Mouth" - Shep & Limyia
23. "Smash Mouth" - Shep & Limyia
24. "Smash Mouth" - Shep & Limyia
25. "Smash Mouth" - Shep & Limyia
26. "Smash Mouth" - Shep & Limyia
27. "Smash Mouth" - Shep & Limyia
28. "Smash Mouth" - Shep & Limyia
29. "Smash Mouth" - Shep & Limyia
30. "Smash Mouth" - Shep & Limyia
31. "Smash Mouth" - Shep & Limyia
32. "Smash Mouth" - Shep & Limyia
33. "Smash Mouth" - Shep & Limyia
34. "Smash Mouth" - Shep & Limyia
35. "Smash Mouth" - Shep & Limyia
36. "Smash Mouth" - Shep & Limyia
37. "Smash Mouth" - Shep & Limyia
38. "Smash Mouth" - Shep & Limyia
39. "Smash Mouth" - Shep & Limyia
40. "Smash Mouth" - Shep & Limyia
41. "Smash Mouth" - Shep & Limyia

The movie wraps at the airport, where one collegian stays and the other goes. As the plane takes off, a grim montage of the four friends' fates rolls, and a piece of history soars into the sky.

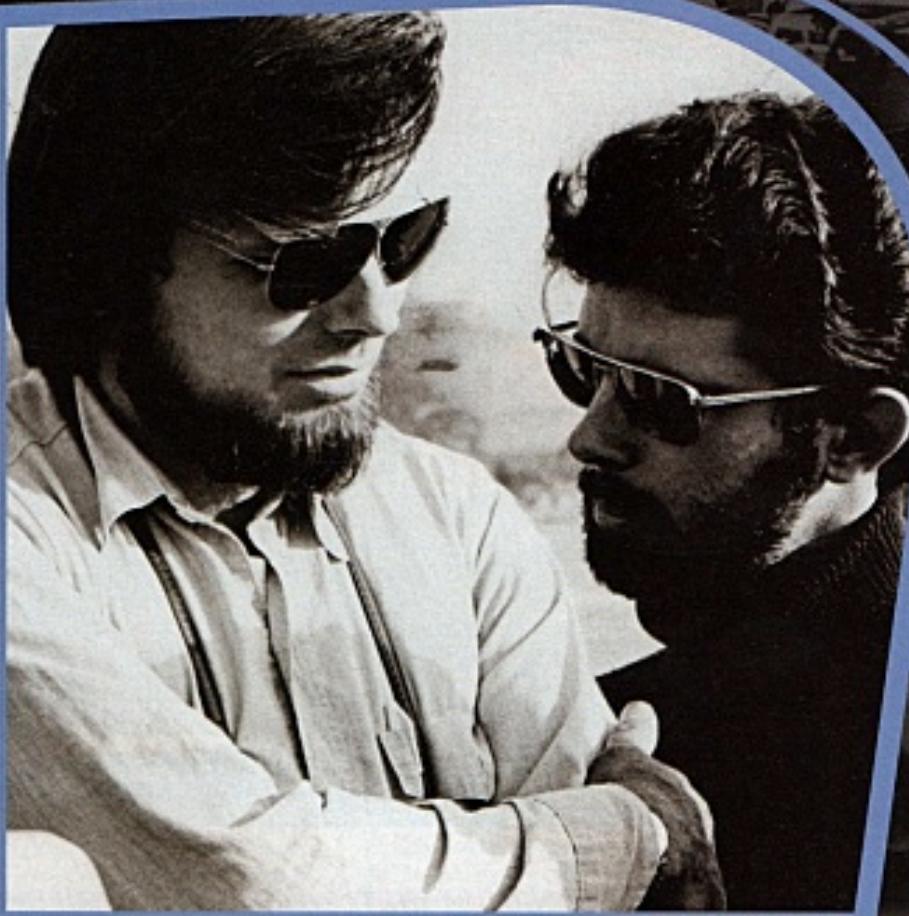
"Like most kids that grew up in The Valley, I had a strong interest in cruising," Lucas said in *The Making of American Graffiti*. "When I got to college, I actually studied a lot of anthropology and began to realize that that was a uniquely American mating ritual involving automobiles."

Though the movie is fictional, the lead characters represented stages of Lucas's youth: nerd, hot-rodder, intellectual. His world in 1962 revolved around cars. Lucas was a mechanic and a racer, at least until he wrecked his car in June of 1962, when *Graffiti* is set.

"Cars were my life," Lucas said. "That's what I thought I was going to end up doing,

Shady Customers

Gary Kurtz and George Lucas confer on location. With sunglasses.



Mel's Drive-In

"Rock and roll's been going downhill ever since Buddy Holly died." —Big John



All photos © Universal Studios/The Everett Collection



"This was the most perfect dazzling creature I've ever seen!" —Curt

I Want Candy

Terry "the Toad" (Charles Martin Smith) wants to persuade Debbie (Candy Clark) that he's actually a prince.

Come and Knock on Her Door

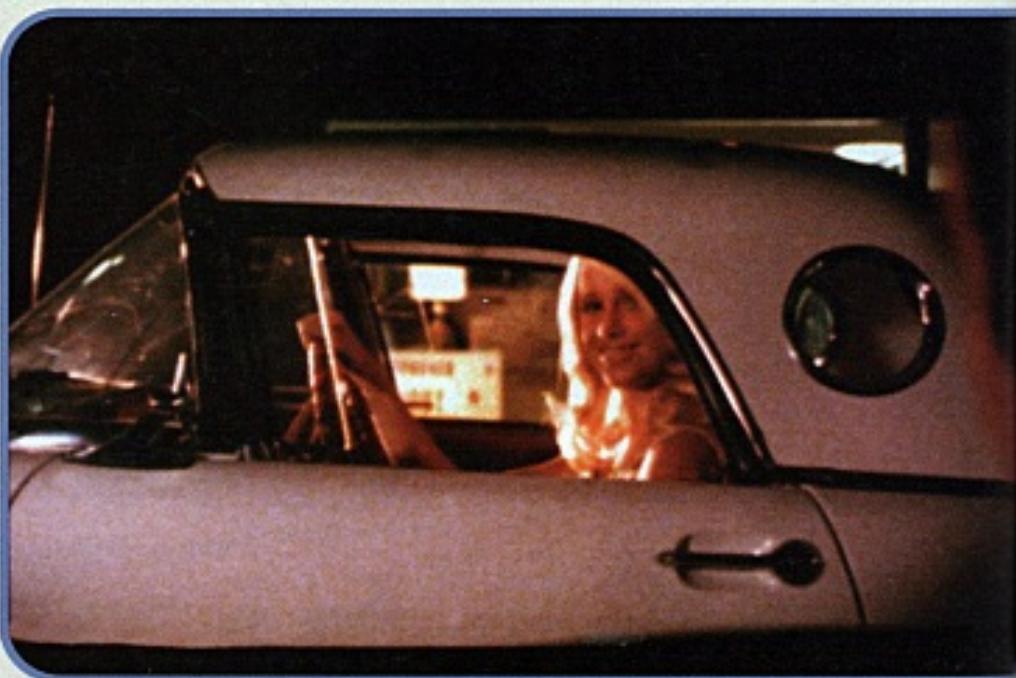
Like several other cast members of *American Graffiti*, the blonde in the T-Bird (Suzanne Sommers) was destined for greater celebrity on television.

was being a mechanic and racing cars the rest of my life. So the cars were very central to me in the movie, and the relationship that the people had with the cars."

Every scene in the script describes the cars involved, from racers such as Falfa's very wicked '55 Chevy to more utilitarian cars such as Curt's insectoid Citroen Deux Chevaux. The cars represent the characters, so when a character is in a car that doesn't quite match, as in the case of Terry driving Steve's Impala, another character will yell out, "Hey, Toad, is that you in that beautiful car? Geez, what a waste of machinery."

The focus on cruising meant Lucas had to get innovative with cinematography, mounting cameras on the vehicles and running dual-camera drone cars between the vehicles. The night shots also challenged the filmmakers, who had to persuade Lucas to put lights inside the cars and 1,000-watt spots over the Petaluma streetlamps.

Central to the film was the rock & roll soundtrack (see review). In the script, each scene describes the song playing in the background,



and the scene is no longer than the song. Thus, since the film is wall-to-wall music, there are many more scenes in the film than in most films at the time. Now nearly every film is cut that way.

"I was very interested in the relationship between teenagers and rock and roll," Lucas said. "I grew up on rock and roll, and I saw a great shift in rock and roll in the early sixties when the British Invasion came and the old innocent rock and roll that came out of the blues was being dis-

tilled and moved in a different direction."

The soundtrack comments on what's going on on-screen. An uncomfortable Steve and Laurie dance to The Platters' "Smoke Gets in Your Eyes." Curt ponders his options in the high-school halls to The Diamonds' "The Stroll." Terry hits on the older and more confident Debbie to Chuck Berry's "Almost Grown."

During post-production, Lucas and sound consultant Walter Murch re-recorded

The Voice of God

Most of Wolfman Jack's monologues were culled from his radio program, but he joined production for a crucial scene giving advice to Terry the Toad.



"AMERICAN" MUSIC

ACROSS

- 1 Coup d'__
- 5 Buddy Holly's "Maybe __"
- 9 What the album cover's skating carhop wears
- 2 The Five __ ("To the Aisle" group)
- 6 Farm unit
- 10 It's before signs
- 11 The Beach Boys' "All __ Long"
- 12 Blank-filler in The Fleetwoods' "He's __ Imposter" and The Platters' __ Pretender"
- 13 Give off
- 14 Andre of tennis
- 15 Agreeing word
- 16 Graffiti, to some
- 17 Leave __ Beaver
- 18 Reverberative quality of Graffiti's on-screen music
- 19 Regret
- 20 Superman's pal Jimmy
- 21 Vassals serve them
- 22 Sign style of the album's logo
- 23 He unites this puzzle's songs
- 24 Theater-owning family
- 25 Stop the bleeding
- 26 Stretchy fabric
- 27 T-shirt collar item
- 28 Major __ (steward)
- 29 Number of "Miles Away," per The Heartbeats
- 30 Ogle
- 31 Improve a house
- 32 Drum in The Temps' "See You in September"
- 33 Follow, as a blonde in a T-bird
- 34 "(We're Gonna) Rock Around __"
- 35 Frankie Lymon & The Teenagers' "Why Do Fools Fall __"

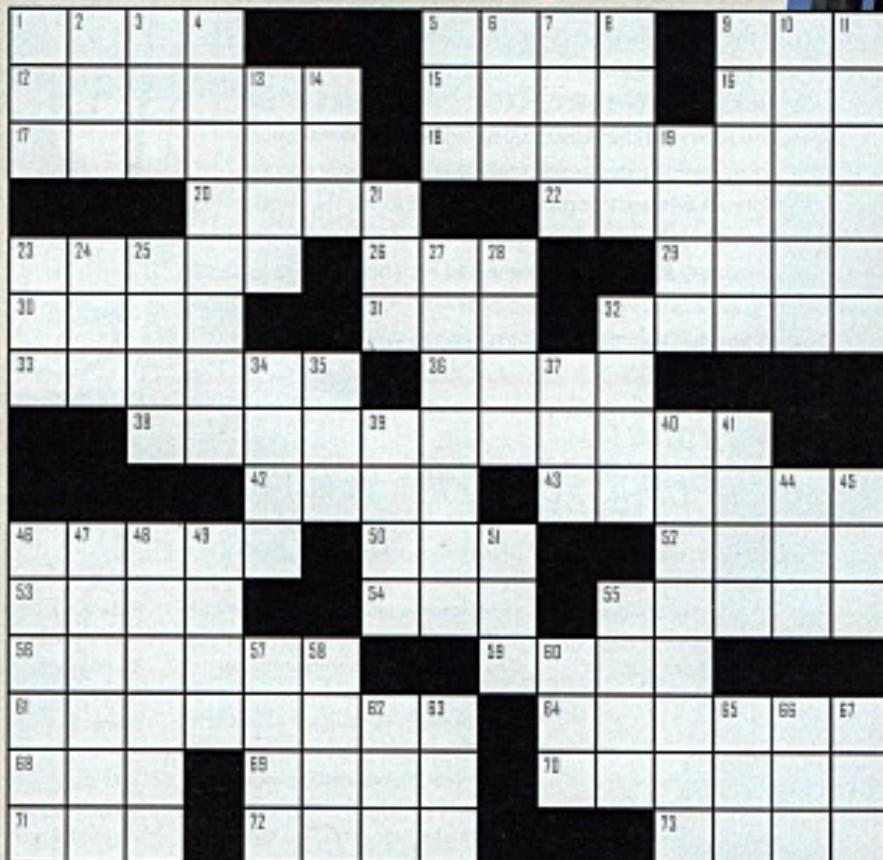
DOWN

- 1 Man of Steel logo
- 2 It's after signs
- 3 Cash dispenser, for short
- 4 The Spaniels' "Goodnight, Well It's __"
- 5 Baseball need
- 6 German word of surprise
- 7 La __ (ancient California site)
- 8 Old-time word for a safe-cracker
- 9 With The "Sixteen Candles" group
- 10 In __ (hurried)
- 11 The Divers' "Love __ No. 9"
- 12 League of Extraordinary Gentlemen sea captain
- 13 __ Lanka
- 14 Train track
- 15 What 7-Dawn's pits contain
- 16 21-Down singer __ Shannon
- 17 Hors, in French
- 18 Term for a muscle
- 19 High-voiced song of departure
- 20 Mark Dinning's __ Angel"
- 21 (Carry __ Your Convenience (71 UK comedy)
- 22 Scatter Fitzgerald
- 23 Airport code near Modesto, CA
- 24 Breakfast drinks
- 25 Deal out

- 40 Rush __ & The Continental Kids (school dance band in Graffiti)
- 41 "Party Doll" singer Buddy
- 42 Coll, near Lansing, home to the Chippewas
- 43 "At the __" (40-Down song)
- 44 The Diamonds' " __ Darlin'"
- 45 Chocolate-y drink
- 46 With The Bill Haley's band on GI-Across
- 47 College military program
- 48 The Silhouettes' __ a Job"
- 49 "She's So __" (40-Down song)
- 50 DM coupe maker
- 51 Cow sound
- 52 Suffer

- 53 Computer's brain, for short
- 54 Good Burger star Mitchell
- 55 Deep Space Nine shapechanger
- 56 Pop
- 57 Compass pt.

See page 39 for the answers!



American Graffiti

30th Anniversary

the songs so that they sounded like they were playing through dashboard speakers and cavernous school gyms. Uniting it all was the voice of God coming through their stereos, that of howling DJ Wolfman Jack. Most of the screamingly funny Wolfman intros came from call-in shows of the era, though he did sit in to film his pivotal counseling scene with Dreyfuss.

In the process, Lucas created the modern film soundtrack, and the position of music supervisor on a film. Forty-one songs cram the soundtrack. Only three pieces of music—The Crows' "Gee," the hop band's down-tempo "Louie, Louie," and Harrison Ford's a cappella rendition of "Some Enchanted Evening"—didn't make the cut.

"Your car is uglier than I am! (That didn't come out right.)" —Carol

Because getting the rights to all these songs cost \$80,000—more than one-tenth the film's total budget—there was no money for a traditional orchestral soundtrack. So whenever you don't hear rock and roll, something is not right. When Curt crawls gingerly to the axle of the police car, when Terry and Debbie are walking in the goat-killer-infested woods, when Falta's car skids out in the drag race—these are when there's no comforting music. But the music soon comes back on, cueing the audience to relax.

When production ended, Universal hated the film, even though test audiences loved it. Studio executives wanted a name change, wanted more whiz-bang action, wanted it recut so the four stories were told sequentially (even though now most of TV is shot with interconnected stories). Accordingly, no one had high hopes for its success. "I liked it," Lucas said. "I knew the audience liked it, but y'know it's one of those things that you really don't expect it to take off and be a hit."

1962: A ~~badder~~ year for sci-fi

The great sci-fi epic of 1962? Sorry, if you want that year's epic, see Lawrence of Arabia. The best sci-fi on screen might've been *The Jetsons*, for pity's sake. But a host of sci-fi films in 1962 presumably inspired George Lucas—at least to make better sci-fi films.

THE GOOD

Soon-to-be-Hollywood-director Richard Lester's *The Mouse on the Moon* featured the tiny Duchy of Grand Fenwick racing to beat us to the lunar surface.

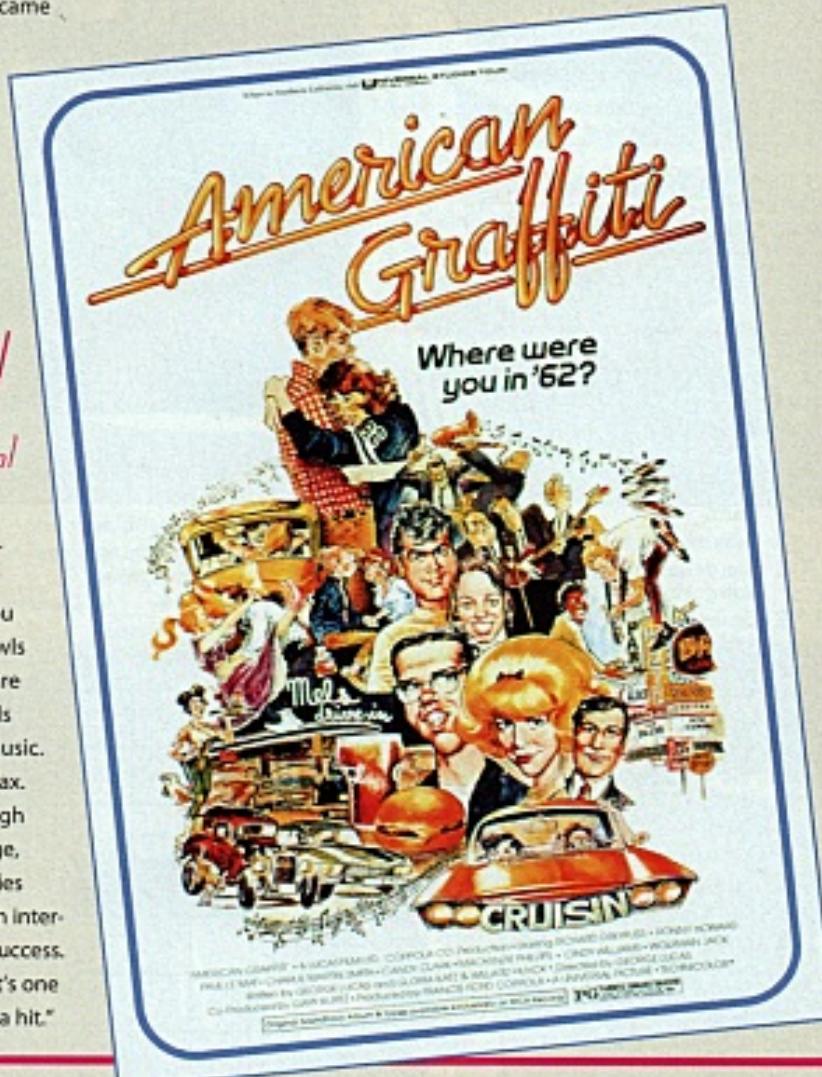
Their rocket fuel? Their zingy wine, Pinot Grand Fenwick. Moderately funny.

What's worse than *The Thing*'s giant carnivorous vegetable? How about a billion giant carnivorous vegetables? In *The Day of the Triffids*, a meteor shower blinds most people, and mutated plants make us their salad bar. Not as bad as it sounds, really.

For fear, though, nothing could top October 1962's Cuban missile crisis. In *Panic in the Year Zero!*, Ray Milland's family narrowly avoids the pre-

Who's Scruffy Looking?
Linda Christensen and Harrison Ford, who had perfected the role of the scoundrel long before Princess Leia calls him one in *The Empire Strikes Back*.

My Big Fat American Graffiti
While the studio hated the film, audiences felt otherwise, making *American Graffiti* one of the most profitable movies of all time.



Independence Day obliteration of L.A., and must go all survivalist as the world collapses. Harder to swallow today, but probably pretty scary then.

THE BAD

Nearly everything else. In *Creation of the Humanoids*, sickly-green androids outnumber humans in a Matrix-minus-the-cool-effects-plot-and-acting struggle for the planet. In *Invasion of the Star Creatures*, comely aliens plot to take over earth with an army of giant vegetables (again with the giant vegetables?). In *Journey to the Seventh Planet*, the good guys confront Uranian one-eyed dinosaurs and a giant

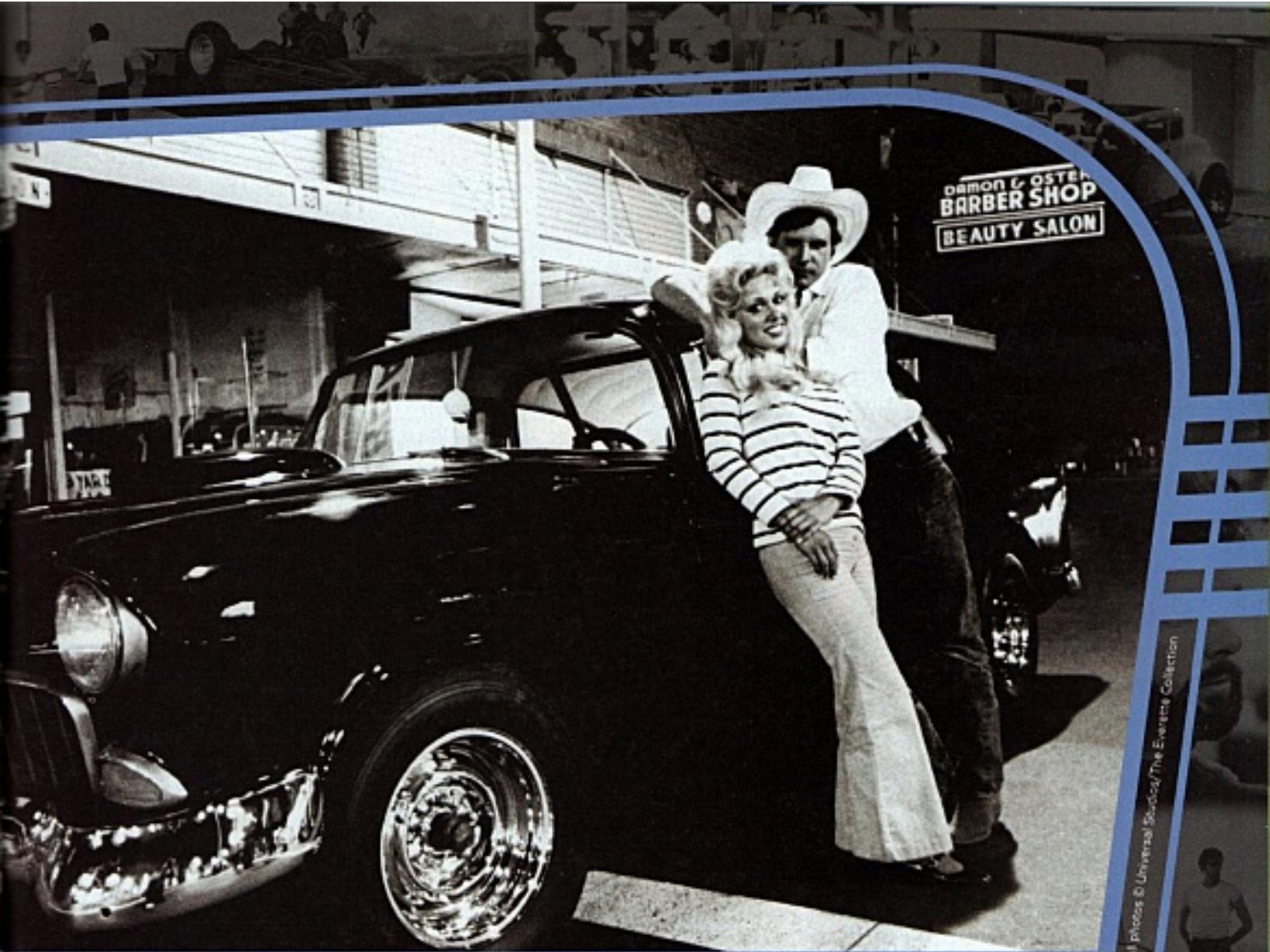
brain in a...oh, whom I'm kidding? You'll never see these films. They're not good enough to watch, and not bad enough for *Mystery Science Theater 3000*.

But for some that are...

THE UGLY

MST3K dismantled *The Slime People*, in which L.A. is destroyed yet again, this time by gelatinous sewer monstrosities. Great line from Robert Hutton to his romantic lead: "When I'm sitting here with you, I don't even think about the slimy people." My heart skips a beat.

Even worse is *The Brain that Wouldn't Die*, whose scientific realism makes



All photos © Universal Studios/The Everett Collection

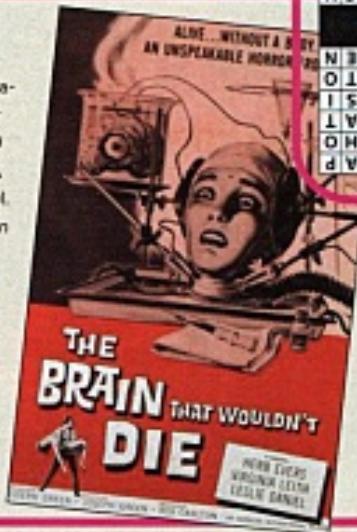
It was, grossing more than \$10 million in its opening release, or twelve times its initial investment. It has made tens of millions more since, ranking it with *The Blair Witch Project* and *My Big Fat Greek Wedding* among the all-time great investments in the history of film.

Accolades followed. The film won a Best Picture award at the Golden Globes, and Le Mat won for the most

Face/Off look like Nova. A doctor suspends his angry wife's surprisingly talkative brain in a baking pan and hunts for women to body-nap. The MST3K DVD contains the commentary-free original, which is how I saw it years ago. Painful.

Finally, there's *The Three Stooges in Orbit*. If you ever wanted to see Larry, Moe, and Curly goofing with wacky aliens, then this isn't the movie for you. That's because it features Larry, Moe and Curly-Joe goofing with wacky aliens. That alone should tell you what you'll get when you see it.

Better yet, stick to *Lawrence of Arabia*.



Answers to "AMERICAN" MUSIC



Welcome to the musical rebellion, my friend.

From the moody, bass-dominated strumming of Chicago trio Dianogah to Hybrid Mutants' aggressive, punk-splattered approach, the Force has branded rock and roll like a bold tattoo administered by lightsaber. Many a band has lifted its moniker from the carbon-freezing chamber of the saga's past, and just as many have pulled song titles, lyrics, and audio samplings from *Star Wars*' pervasive vocabulary.

Want songs about Wookiees? Try "Chewbacca" by Supernova. Do you yearn to hum Yoda tunes during a sudsy morning shower? Check out Todd Downing's "Livin' la Vida Yoda."

Why do musicians etch the Jedi legend onto their material? Why would Marilyn Manson's ex-bassist Twiggy Ramirez appear on MTV's reality series "Cribs" to tout his brag-worthy collection of *Star Wars* memorabilia? Why does alternative country artist Ryan Adams use *Star Wars* music on his live intro tape?

Why would a Polish black metal band borrow Darth Vader's name for their moniker?

Meanwhile, what prompted rockers Queens of the Stone Age to pledge allegiance to the Jedi mind trick with their 1998 instrumental, "These Aren't the Droids You're Looking For?"

SKYFOD

by kq doughton

Master of the Farce

With his popular parodies among the most widely heard *Star Wars* pop songs, Weird Al Yankovic's surreal, chuckle-inducing world is the perfect first stop on our search for such answers.

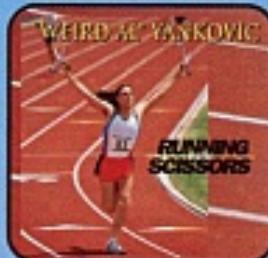
Frontman Yankovic, alongside supporting band comrades Jim West (guitar), Steve Jay

(bass), and Jon "Bermuda" Schwartz (drums), has scoured the planet for over two decades in search of pop-culture icons to parody in his affectionately genial way.

Al's wisecracking-yet-reverent feelings toward the *Star Wars* legacy resulted in two parodies, "Yoda" and "The Saga Begins." The former, sung to the tune of the Kinks' "Lola,"

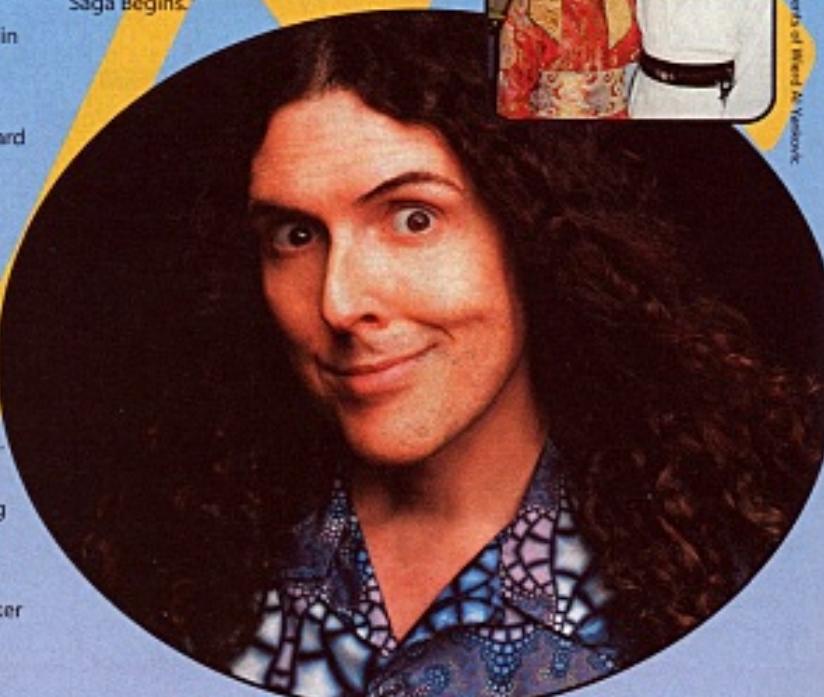
describes the swamp-inhabiting, cane-wielding sage as "a little runt sitting there on a log" and warns, "if you kill Darth Vader, then you'll be unemployed." Initially appearing on 1985's "Dare to be Stupid" album, "Yoda" also beams its leathery, green, robe-enshrouded form onto Yankovic's second "Greatest Hits" record, a Radio Disney collection, and multiple Dr. Demento compilations.

Yankovic brushed up on his Jedi powers to sing "The Saga Begins," a goofy retelling of "Episode I" featured on 1999's "Running With Scissors" CD. This time, the humorist used Don McLean's 1971 classic "American Pie" for inspiration. In place of McLean's familiar, folksy chorus, Yankovic hailed the mission of young Anakin Skywalker with the following revision:



My my, this here Anakin guy
May be Vader someday later—now he's just a small fry
And he left his home and kissed his mommy goodbye
Sayin' "Soon I'm gonna be a Jedi."

While Yankovic typically chooses a song first, then "tweaks" its lyrics in a way that maximizes the laugh factor, he explains that the process was reversed for "The Saga Begins."



THIS SPREAD: Photos: Everett Collection; inset of Weird Al Yankovic

STAR WARS in popular music GEEKS

"I knew far in advance that I wanted to do a song about the first Star Wars prequel," the comic genius reveals, "so I started looking around for a song that would lend itself to epic storytelling. I very quickly decided on 'American Pie' by Don McLean, not only because it's one of my all-time favorite songs and it's got a lot of verses for narration, but also because it already begins with the Star Wars-esque 'A long, long time ago...'"

With typical Weird Al candor, he also fesses up to a second reason for choosing McLean's hit. "I wanted to do my ridiculous version of 'American Pie' before Madonna did hers."

Meanwhile, the hilarious video interpretation of "The Saga Begins" features Al sacrificing his trademark Tiny Tim-style mane of curly black locks in favor of a Skywalker bowl cut. Although Al is draped in a brown, Obi-Wan-approved Jedi robe, viewers will quickly notice that there are no specific characters featured from the film, aside from a briefly glimpsed snapshot of Anakin and the posterior profile of a being that might be Yoda. (Observant midnight movie fanatics might also recognize actress Cindy Furgatch, who played Princess Anne-Droid in the classic spoof "Hardware Wars," lurking among the video's extras.)

Did this mysterious deficit of Star Wars celebrity result from an agreement with Lucasfilm concerning what to show and what not to show? Yankovic clarifies the issue. "It was just a matter of us not wanting to press our luck," he explains. "We had already gotten Lucasfilm's permission to do the song parody, and we even got the okay to use a snapshot of Jake Lloyd as Anakin in the video. But we didn't want to ask for too much or take advantage of their kind nature, and we certainly didn't want to infringe any copyrights if we didn't have permission."

"We were on a bit of a tight budget for that shoot anyway, so we couldn't go too overboard on effects or costumes or makeup. I basically called in every favor I could."

There Is No Try-Out
A special guest surprises Al on the set of
"The Saga Begins."



The Council They're Not

Weird Al and the Jedi Band, featuring Darth Ruben.

We actually came very close to having Carrie Fisher make a cameo in the video, but I think she had a last-minute scheduling conflict or something."

So popular are Yankovic's Star Wars parodies that they serve as live encores at his concert performances. During their "Running with Scissors" tour, the band would end shows dressed in Jedi robes—except for keyboard player Ruben Valtierra, who morphed into his menacing alter-ego, "Darth Ruben."

Yankovic's connection to Star Wars isn't limited to his music. The humor icon's numerous Jedi jokes and Rebel references, many featured on television shows, are as plentiful as the drinks poured by a Cantina bartender. "I do remember we were planning on doing an extended Star Wars parody for an episode of my CBS Saturday morning show," he recalls, "where I would be 'inserted' into the original footage of *A New Hope* and interact with the characters. We had [most of our] approval, but for some reason [one of the actors] nixed it, so the lawyers told us we had to scrap the whole idea."

To unveil the reason for Weird Al's ongoing ties to the Force, one must dust off his back catalogue. Past Yankovic-penned tracks like "Slime Creatures from Outer Space" and "Attack of the Radioactive Hamsters from a Planet Near Mars" confirm his love of what Al calls "the kind of cheapo, grade-Z flicks that get lampooned on *Mystery Science Theater*." The sci-fi loving songwriter accented "Slime Creatures" with the creepy, vibrating effect of a theremin, "just like the kind they used in all those classics in the '50's."

While it's clear that Weird Al Yankovic is a die-hard space opera fan, let's not forget that he depends on a talented backup band to bring his vision to fruition. At least one of his musical posse members shares Al's affection for Star Wars, if his fashion sense is any clue.

"In our early days on the road," says Yankovich, "Jon and I had to share a room, so I can tell you he occasionally wears Boba Fett Underoos."



Independent Systems

Another bustling sector of *Star Wars*-inspired bands, the indie rock genre is audio proof that despite its mammoth commercial appeal, the saga is a cinematic blood brother to rock's more quirky, experimental, alternative side. Like George Lucas tweaking his daring first script in an age of space-free dramas, independent groups like Dianogah are rebel visionaries pounding out unusual sounds set apart from the mainstream.

Meanwhile, there's another factor that many indie musicians and *Star Wars* fans have in common. "We admit it," says Dianogah's Jason Harvey. "We are nerds."

Like Luke Skywalker casting an impassioned stare

Monsters of Jazz

Bassist Jason Harvey and Jay Ryan joined forces with drummer Kip McCabe to form Dianogah.



the sounds rounds

There's an entire universe of *Star Wars*-inspired music out there. But the contributions of these two artists are merely the tip of the ice planet. For a more complete stockpiling of *Star Wars*-related songs, the Internet is a vast galaxy of resources. "May the Schwartz Be With You," Tina Plotell's fine Washington City Paper essay concerning the Force's widespread, pervasive influence on independent rock (washingtoncitypaper.com), boasts a lengthy laundry list of more Jedi tunes than you can shake a lightsaber at. Fan sites such as jedinet.com and www.wookiee.com also feature comprehensive listings of music associated with all things Lucas.

Meanwhile, the following compilation of lyrics, titles, and band names should satiate your craving for *Star Wars* sounds. Special thanks to Jeff Kleinow, Tina Plotell, and Brian Lew for their suggestions and references.

at twin moons from his uncle's drab homestead on Tatooine, many inhabitants of geek culture perceive themselves as outcasts yearning to escape the stifling trappings of hometown and family. Expressing their frustrations via guitar riffs and double bass rhythms, such self-proclaimed nerds find a creative outlet through their experimental songs. Adding *Star Wars* references to their sound palette would seem a natural form of homage.

Take Dianogah, named for the one-eyed trash compactor host from *A New Hope* (for purists who note a spelling change, the band explains, "No, it does not have an 'H' in the *Star Wars* world. We added an 'H' to the end of the name because we wanted to"). Two bassists (Jason Harvey and Jay Ryan) and one drummer (Kip McCabe) accent their thump-heavy sound. This group works in a guitar-free zone, void of leads and power chords. Think of an unplugged, mostly singerless Tool jamming with Billy Sheehan and you get some idea of Dianogah's unorthodox musical approach.

Since the trio's formation in 1995, its sounds have been captured on three albums. Early records "As Seen From Above" and "Battle Champions" were

High Yoda Quota

Todd Downing—*Livin' la Vida Yoda*
Liquid Plumber—*Yoda*
Mix 92.9 FM—*Yoda: Everybody's Free*
Weird Al Yankovic—*Yoda*

Whole Lotta Chewbacca

Supernova—*Chewbacca*
New Bed Thing—*Chewbacca*
Stankdaddy Six—*Hip Hop Chewbacca*
Rose Melberg (of the Softies and Tiger Trap)—*The Wookiee That I Loved*
Dooms UK—*Chewbacca, You're My Lover*
Damn Nation—*I Did It All for the Wookiee*
(remake of Limp Bizkit's *Nookie*)

Seed—*Chewbacca*
Mecc—*What Can You Get a Wookiee for Christmas*
(*When He Already Owns a Comb?*)

Starship Songs & Transportation Tunes

Queen—*Bicycle Race* ("Jesus takes never my scene, and I don't like *Star Wars*")
Whale—*Trance* (samples a reluctant-to-start Millennium Falcon)

Jedi Jukebox

SR7—*Fame* (Jedi references)
Mos Def—*Know That* ("I Strike the Empire Back")
Shortee—*Instinct* ("act on instinct")
Underworld—*Jedi's Electro Dub*, *Jedi's Sugar Hit Mix*
Notorious B.I.G.—*My Notorious* ("He left with the Force like Obi")
POE—*Trigger Happy Jack* ("one of his Jedi mind tricks")
Phoenix Orkin—*Jedi Mastery*

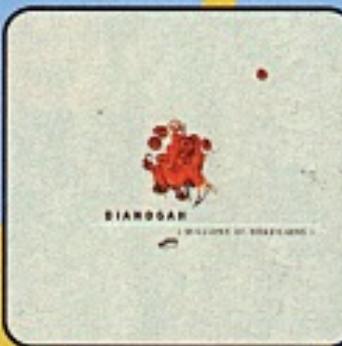
recorded by famed Nirvana producer Steve Albini, while 2001's "Millions of Brazilians" was engineered by John McEntire (a member of the bands Tortoise, The Sea, and Cake).

For a band whose tour van has the word "Imperial" painted on its side, a tiny X-wing fighter hanging from the rear view mirror, and a cooler built into the floor for stashing beer and "hiding from stormtroopers," it's obvious that *Star Wars* struck more than a few musical chords with the band.

The connection was acknowledged early in Dianogah's career. "One of the signs we knew that the three of us would work well together," describes Ryan, "was when Jason said 'E chu ta,' and Kip responded, horrified, 'How rude!'"

Ryan's pet rodent inspired a song called "Chewbacca the Hamster" even before Dianogah had recorded any material. Eventually, the band released a single called "Eucalyptus" (available on their EP, "Old Material, New Format") which featured the following lyrics:

"There it is," he says
as he plows headlong into the biggest room
He looses his bombs as the lights explode,



and turns around to head back home. "It's over now," he thinks to himself, as he opens it up, and just drops like a stone with fire behind. He counts all his toes to make sure they're alright and goes home.

"This is about Wedge's attack on the Death Star in *Return of the Jedi*," Ryan explains, "with a little absurdity thrown in. Later, on our first album, we had a song called 'Between the Ship and the Land,' which, except for the title (a slight alteration on a remark made by Yoda to Luke in *The Empire Strikes Back*), had little to do with *Star Wars*."

As for the reason they felt compelled to name themselves after a slime-

Mars Accelerator—Our Jedi Hero
Good Clean Fun—May the Force Always Be With You
Matthew Sweet—Where You Get Love ("guidance from the Force")
New Season—A New Hope (album title)
Just Ice—Jedi
Jamiroquai—Use the Force
Dodie Goodman—Return of the Jedi Returns
Carl Cox—Tribal Jedi
DJ Irene—Jedi Raver
Broder Daniel—I Wanna Be Like Skywalker Tonight
Blink 182—A New Hope
2 Skinned J's—Mind Trick
The Last Empire—Echo Leader

The Dark Side

Crazy Town—Dark Side
Pee—Metallica ("Just when I'm coming clean, I try to embrace my darker side. Again, the Jedi Master tells

me, my metal days have long passed by")
Nitro—Darkside
President of the USA—Death Star
Asian Teenage Riot—Death Star
Blur—Strange News From Another Star
("no Death Star over me")
Mocean Worker—Boba Fett
Speech—The Hey Song ("no Darth Vader here")

Cantina Lounge Lizards

Mark Jonathon Davis—Star Wars Cantina/
The Phantom Medley
Ash, Red Giant, The Gruesome Up, and Silver Jesus have all covered or sampled the Cantina Band Song

Sounds of Star Wars

Everclear—Wonderful ("I want the things I had before, like a Star Wars poster on my bedroom door")
The Cocktails—Luke? Luke? Alderson

music is instrumental, we try to convey emotion through the instruments and not the words, similar to the score of a movie. I always felt that movie music was our true calling as a band."

"It's a good thing that George Lucas had the films scored classically," affirms Ryan, "as opposed to using rock music, which is so easily dated, but wouldn't it be fun if he had? I'd vote for using the music of *Hum*, *Fugazi*, *Juno* of 44, *Shellac* . . ."

A rock band influenced by *Star Wars*'s classical soundtrack suggesting the concept of *Star Wars* being scored with rock music? Clearly, this brings us back to the cosmic parallels between the galaxy far, far away, and the contemporary world of rock music. Ryan identifies other similarities between the world of droids,

Aquebats—Playdough ("But I loved my action figures and I makes me want to scream/Greedo, Chewbacca/Luke, Anakin and Han/Threepio, Yoda, Boba Fett and Obi-Wan . . .")
Barenaked Ladies—One Week ("Like Skywalker, gotta big hunch, Hey, that's my hunch, Yoda's a really, really old guy")
Nine—Familyflock ("Like Yoda, the Force, of course . . . I'm still like Boba Fett.")
Redman—Blow your Mind ("Heavens to Yoda, I'm a Star at War")
Weld Al Yankovic—The Sage Begins
The Pump—Star Wars Land Pancakes
Things—Semiolina/Kessel Run
Holiday Flyer—"Blue Harvest" (EP named after *Return of the Jedi*'s fake working title)
Red Five—band name
Set For Shun—band name
Rox Music—Alderson
Gefits Fish—Rebel Score



covered, malodorous bottom-dweller, Ryan explains that nerd pride had a lot to do with Dianogah's moniker. "We liked the sound of it," admits Ryan, who wears a stormtrooper watch, boasts a sizeable shrine of collectibles, and is considered by his band mates to be the group's biggest *Star Wars* fan. "We also liked that it wasn't obvious what (Dianogah) referred to at the time. Only truly dedicated geeks knew that name back in '95."

"I think all of us found the dianoga pretty hilarious," adds McCabe, a skin-slammer praised for his impressive Jar Jar Binks impersonation. "All three [band members] owned the Death Star toy, and included in its trash compactor was a rubber dianoga figure. This figure gave fans their first opportunity to get a really good look at the creature that, in the movie, was mainly submerged and obstructed by garbage. I remember being fascinated with the fact that it looked birdlike. Really the only interesting aspect of choosing our band name was that we had a name before we had a song."

The influence of *Star Wars* on the trio's music, however, can be summarized in three words: composer John Williams. Harvey describes his band as one heavily influenced by film soundtracks (and points out that Dianogah's work has even appeared onscreen, in the 1998 John Hughes-penned movie *Reach the Rock*). Naturally, the trio has studied every cymbal crash and flute melody that Williams has orchestrated for the *Star Wars* series.

"The work John Williams did for the *Star Wars* movies has always been an influence on our writing," Harvey reveals. "Since most of our

bounty hunters, and *Clone Wars* and the realm of Marshall stacks, flash pots, and groupies.

"They both have become foundations for our contemporary folk tales," explains Ryan, tackling the ultimate question of what *Star Wars* and rock music have in common. "They both provide escapist adventure and excitement to our over-stimulated age group."

Whether parodists or rockers, musicians with a passion for *Star Wars* span the galaxy far and wide. Before their ill-fated U.S. Tour came to an abrupt stop after only a handful of dates, Guns N' Roses featured an onstage ode to the Force. The resurrected band's lead guitarist, named Buckethead in reference to the KFC fast food container covering his head like a Stormtrooper's helmet, strummed solos full of various *Star Wars* themes.

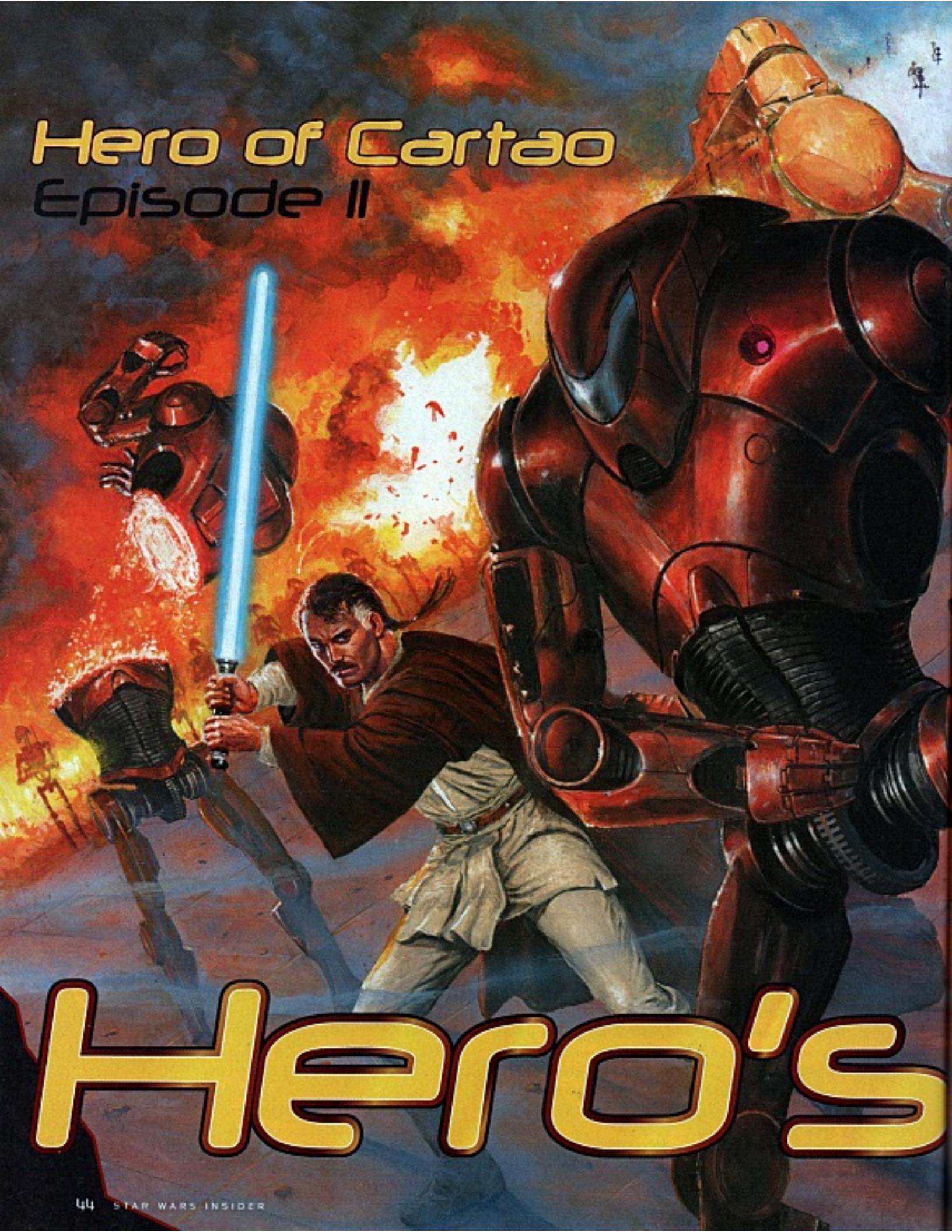
Popular Scottish popsters Travis are fans of the movies, and the quintet's frontman Fran Healy claims that the spirit of *Star Wars* is what inspired him to create music. When George Lucas caught one of Travis' 2001 shows supporting Dido, Healy thanked the filmmaking idol for his legacy. The singer also summarized to a reporter why he feels the director's intergalactic vision is so special to musicians.

"I think that film has affected many, many artists the world over," he suggested to Toronto Sun's Jane Stevenson. "It's a brilliant story. I was four or five [when it was released]. It just got me. I totally understood it completely. I based my entire life on using the Force."

Wielding guitars instead of lightsabers, or pounding trapsets instead of firing blasters, *Star Wars*-inspired musicians are ensuring that the musical rebellion lives on. ☀

Hero of Cartao

Episode II



Hero's

oming to a midair *half* above the kilometer-wide grassy strip separating the Spaarti Creations manufacturing plant from the northern edge of the Binalie family estate, the heavy cargo lifters began lowering their magnetic grapples. Kinman Doriana couldn't see the ground beneath them from his position—the estate's hills were blocking his view—but he could guess that they were hovering over the last of the shattered war machines that had ended up there in the aftermath of the Separatists' assault on the plant two days earlier.

At least, Doriana thought unkindly, the Neimoidians commanding the occupying droid army had learned not to simply drive cleanup vehicles onto that forbidden stretch of grassland. Glancing around to make sure the copse of trees he was standing in wasn't under observation, he pulled out his holoprojector and keyed in the contact code.

The connecting light blinked on as the device linked first to the local comlink central switching office, then to his personal ship and its special HoloNet node, then across the vast expanse of the Republic to one of the dozen HoloNet nodes on Coruscant, and finally to the private desk of Supreme Chancellor Palpatine himself. Doriana watched the lifters as he waited, wondering if Palpatine would be there or out at yet another meeting.

The image of the most recognized face in the galaxy appeared in the air above the holoprojector. "Master Doriana," Palpatine said, nodding to his advisor. "You have good news?"

"Just the opposite, I'm afraid," Doriana admitted. "The Separatists are still holding Spaarti Creations, and they seem to have finally figured out that vehicles or people on the plant's southern border upset the Cranscocs' twillers inside. They're clearing the last of the debris off the grassland now, and my guess is that by tonight they'll be able to get the plant retooled for whatever it is they want to build in there."

"Not a pleasant thought," Palpatine said gravely. "Are you familiar with the D-90 project?"

"No," Doriana said. "Is it one of ours?"

Palpatine's lip twisted. "Hardly. It's an experimental combat droid, reputed to be as tough as the Trade Federation's D-60 assault droid, but more versatile."

"I see," Doriana said. The D-60 was a hulking, man-and-a-half-size version of the super battle droids the Trade Federation had debuted at the Battle of Geonosis. "How much more versatile?"

"Considerably," Palpatine said. "They'll be coordinated in small teams instead of entire army blocks so that they can be used as

commando units as well as simple battlefield shock troops."

"An unpleasant thought, indeed," Doriana said. So, the Separatists finally had a new weapon on the plotting board. About time. "You think they've come here to begin production?"

"That's what our intelligence people believe," Palpatine said.

"Personally, I suspect there are still some system flaws and that they hope to use Spaarti to test and finalize the design. What's the current military situation?"

"For the moment, basically stalemated," Doriana told him. "Commander Roshton and his clone troopers have gone to ground, some of them here on Lord Binalie's estate, the rest dispersed elsewhere. They've been harassing the droids wherever possible, but the Separatists have mostly been staying inside where we can't get at them without risking damage to the plant."

"Which neither we nor they want," Palpatine said. "What about the techs?"

"Binalie has a secret safe room—basically a shielded sub-sub-basement—that connects with the tunnel to the plant,"

Doriana said. "The techs are hidden down there."

"Communications?"

"The Separatists are still blocking the local comm system and the HoloNet node," Doriana told him. "But Roshton's reconfigured their comlinks somehow to get around it. They'll be able to move quickly if they get the chance."

"Then they shall have it," Palpatine said. "A Republic light cruiser is on its way with the necessary firepower to destroy the control ship orbiting above you. Once the droid army is helpless, I trust Commander Roshton won't have any trouble with the Neimoidian overseers and their techs."

"I'm sure he won't," Doriana agreed. "When can we expect this ship?"

"Possibly as early as tonight," Palpatine said. "Possibly not for another three days. It depends on how much resistance they run into along the way."

"Understood," Doriana assured him. "Thank you, Chancellor. We'll look forward to their arrival."

Palpatine gave him a tired smile. The war, Doriana knew, was weighing heavily on him. "Keep me informed."

The image vanished. Doriana broke the connection from his end and looked back at the lifters. They had the blackened hulk of the last ruined war machine in the air now and were towing it back toward the plant.

Planning to dump it elsewhere on the extensive Spaarti grounds, no doubt. Why the alien Cranscocs insisted that this particular stretch of land—and only this particular stretch—be kept unsullied not even Lord Binalie knew. Doriana watched until the lifters and their burden had vanished behind the jutting roof of the Spaarti plant, then keyed a different code into his holoprojector. He'd done his official job, reporting the situation to the man whose office paid him.

by Timothy Zahn

Rise

Illustrated

by

Douglas
Chaffee

Hero's Rise

Now it was time to do the same for the man who gave him his orders.

As usual, it took longer for the holoprojector to make this connection. Doriana cultivated his patience, gazing idly at the sky as he wondered what the Neimoidians were doing inside the plant. Now that the south lawn was clear, they would certainly try tonight to get the Cranscocs to retool the plant. The only question was, which direction would that retooling take? To create the D-90 prototypes, as Palpatine thought? Or were they up to something else? In the distance, he could hear the hum of repulsorlifts...

And suddenly, four small transports appeared over the hills between him and Spaarti Creations, a squadron of STAPs flying defensive screening around them, everything moving with the urgency of pilots who knew there were snipers in the area. The whole crowd shot past nearly overhead, then angled downward, the transports abruptly splitting formation and swinging into position on the four sides of the Binalie mansion a kilometer away. With the kind of precision only remote-controlled droids could achieve, all four dropped simultaneously to the ground.

And from the hatches poured military-straight lines of battle droids.

"Report."

With a start, Doriana jerked his attention back to his holoprojector. The hooded image of Darth Sidious hovered over the small projection platform, his expression unreadable. "Your pardon, Lord Sidious," Doriana apologized hastily. "My attention was distracted."

To his relief, Sidious merely smiled thinly. "The Neimoidians have finally made a move?"

"Of a sort, yes," Doriana said, daring to split his attention between his master's image and the activity going on around the mansion below. The battle droids had been joined on the lawn now by a handful of the hulking D-60 assault droids and a pair of droidekas. Most of them settled into a defensive cordon around the mansion, but four of the assault droids were waiting instead just outside the transport nearest the mansion's front door. As he watched, two Neimoidians emerged from the hatch into the protective square of the assault droids and scuttled across the lawn toward the door. "It looks like they've decided to have a talk with Lord Binalie," he told Sidious.

"Will talking be of any use to them?"

Doriana shrugged as the group vanished inside.

"Binalie certainly can't get the plant up and running any faster," he said. "Maybe they want him to act as interpreter with the Cranscocs—he seems to understand that skin-coloration language of theirs."

"More likely they're seeking a hostage."

"Possibly," Doriana nodded. "That could be useful, providing Roshton is willing to play along."

"You will make it your business to see that he does," Sidious said bluntly. "That goes for that Jedi, Torles, as well. I don't want either of them making trouble until the Republic task force arrives."

Doriana blinked. "You knew about that?"

Another thin smile. "Did you think you were my only source of information, Doriana?"

"Of course not, my lord," Doriana said hastily. Still, he couldn't help but feel a touch of disappointment. He'd rather hoped to deliver that particular tidbit of news himself.

"But information is useful only when someone is in position to exploit it," Sidious continued. "And we cannot allow either

Hero of Cartao Episode II

the Republic or Separatist forces to damage Spaarti Creations."

"I understand, my lord," Doriana said.

"Good," Sidious said. "Then carry out your orders." The image vanished.

Doriana put the holoprojector away. The droids had finished forming their cordon around the mansion, the assault droids holding down the building's corners and entrances while the droidekas rolled watchfully around the perimeter. It didn't look like anyone was going to be getting in or out any time soon.

His eyes drifted across the grounds, wondering how Lord Binalie's employees were reacting to the sudden invasion. But the only person he could see was a quarter of the way around the mansion to the east: a gardener on his knees beside one of the sculpted bushes. Apparently the more observant workers had reacted by hustling themselves out of sight. The gardener looked up, mopping his forehead with a gloved hand—

And Doriana stiffened. That was no gardener.

It was Commander Roshton.

Hissing a curse under his breath, Doriana headed off toward Roshton, walking as quickly as he could without drawing undue attention from the droids, Darth Sidious's warning echoing through his mind. Roshton, the idiot, was going to ruin everything.

 "Lord Pilester Binalie said firmly. "I'm going to simply sit by and let those monsters take up residence in my plant."

"I understand your frustration," Jafer Torles soothed. "But I'm sure they're not doing any damage in there. They could have destroyed Spaarti from orbit if that was what they'd wanted."

"I know what they want: the same thing Doriana and the Republic want," Binalie growled. "The point is that the longer this silly dance goes on, the greater the chance someone will eventually get careless. When that happens, it'll be the end of Spaarti Creations."

"But the Republic's going to send help, aren't they?" Binalie's twelve-year-old son Corf spoke up from his chair at the other corner of the desk.

"Probably," Binalie told the boy grimly. "But I'm starting to think that more soldiers are the last thing we want."

Torles frowned. "What do you mean?"

"Just what I said," Binalie growled. "The Republic and Separatists are like a pair of dokirks fighting over a bone. What does it matter which of them is in charge when the plant gets destroyed?"

"So what do you suggest?" Torles asked.

Binalie's lips compressed briefly. "That we get the Separatists out ourselves, now, before Roshton and his clone troopers can regroup to attack. Bribe them, blackmail them—even help them finish their work if they'll promise to get out afterward."

"You can't be serious," Torles protested, frowning. There was a whisper of warning from the Force; a sense of alien minds nearby.

"Why not?" Binalie countered. "What are you worried about, Roshton's blatherings about treason? That's nothing but a bunch of—" He stopped as heavy footsteps suddenly sounded outside the office door. "What in the world?" he muttered, starting to rise to his feet.

With a crash, the door was shoved violently inward, the warped panel slamming to the floor and bouncing another two meters across the room.

Binalie dropped back into his chair with a curse, his hand darting toward one of the desk drawers. "No!" Torles snapped, reaching out with the Force to lock the other's arm in place.



He was just in time. Half a second later the monstrous metal shapes of two large combat droids strode into the room, the heavy blasters permanently attached to their forearms lifted and ready. Their heads and weapons swung once around the room as they searched for danger, and then they moved back to flank the doorway in guard positions.

Through the opening stepped a pair of brightly dressed Neimoidians. The one in the lead wore the blue and purple robes and black miter of a unit commander, while the other wore a simpler outfit of red and purple. His headgear was blue, with four twisted horns atop it. "Good day, Lord Binalie," the commander said in a stilted voice. "I trust we do not intrude?"

Torles looked a silent warning at Binalie, got merely a glare in return. But the other brought his hand up—empty—and let it drop onto the desktop. "Of course not," he growled sarcastically. "It's not like I have any actual work to do. What do you want?"

"Permit me to introduce myself," the spokesman said, sending glances at first Torles and then Corf. "I am Tok Ashel, Commander of the Cartao Expeditionary Army." He gestured to his companion. "This is Dif Gehad, Master Creator of New Products."

"And what new products are you trying to build in my factory?" Binalie asked.

Gehad started to speak—"Not so quickly, Lord Binalie," Ashel interrupted. "First, let us have the rest of the introductions." His large red eyes turned pointedly to Torles.

"I'm Corf Binalie," Corf spoke up before either of the two men could answer, his voice strong and defiant. "This is my private tutor, Master Jafer. Does this mean there's no school today?"

Ashel made a sound like crumpling tin wrap. "It may, young one," he said, eyeing Torles. "What do you teach, Master Jafer?"

"A little of everything," Torles told him. "Ethics, wisdom, the ways of life."

"Ah—a philosopher," Ashel said, giving a dismissive wave of his hand and turning back to Binalie. "Now, to business." He gestured to Gehad.

"As you have surmised, we wish to use Spaarti Creations to work for us," the Master Creator said, his voice neat and precise. "But thus far we have been unable to restructure the assembly lines. You will tell me now how to do that."

Binalie shook his head. "I can't."

"Do not speak foolishness," Gehad warned. "You are director of this facility. You know everything there is to know about it."

"Of course I do," Binalie agreed. "Including what can and cannot be done. Only the Cranscoo twillers can manipulate the fluid tooling system." He lifted his eyebrows at Gehad. "I take it they haven't been willing to do so?"

"It was the ruins of our vehicles on the south lawn," Ashel said. "We now know about that taboo and have moved to correct it."

"But we do not intend to be stymied in that way again," Gehad added. "So I repeat: you will tell me how we may change the tooling ourselves."

"And I repeat, I can't," Binalie said. "But there are things I can do to help. I'd like to suggest a deal that—"

"You will not block us further!" Ashel snapped, flicking his fingers in an odd and probably obscene gesture. "Not you, and not the Republic forces hiding in the tunnel beneath the southern lawn. Oh, yes, we know they are there—we have tried twice to dislodge them and have now sealed the plant's exit against them. We also know the other end of the tunnel is somewhere on these grounds. Do not deny it!"

"I can't do anything about the Republic forces," Binalie said, starting to sound angry himself. "What I can do, however, is help you—"

"And you will tell us how to restructure the machines," Ashel insisted

again, even more stridently this time. "Or you will regret the consequences."

The skin of Binalie's face hardened, and even with the masking influence of two alien minds at close range, Torles could feel Binalie's sense harden along with it. Even the invasion of his home and the destruction of his office door had apparently not put Binalie off the idea of offering the Neimoidians a deal to get them out of his plant. But threats were something else entirely. "And what exactly is that supposed to mean?" he asked, his voice deceptively calm.

"It means this." Before Binalie could do more than inhale sharply, Ashel wrapped his long fingers around Corf's arm and hauled him out of his chair. "The grub will go with us," the Neimoidian continued, pulling Corf close in front of him. "When you decide to cooperate, you may join us in the plant."

"Let him go," Binalie ground out. He was on his feet now, ignoring the droid blasters suddenly pointed at him. "I've told you already—"

"And do not consider too long," Ashel warned, backing to the door with Corf firmly in tow. The boy's eyes, Torles saw, had gone wide with fear. "We are patient beings, but we will not be patient forever."

Corf threw Torles a half frantic, half pleading look. But the Jedi had already measured the distances with his eyes, and even with the advantage of surprise he knew he couldn't take two combat droids before at least one of them got off a shot. And that didn't even take into account what other forces the Neimoidians might have waiting outside.

Which simply meant he would have to try something else. "Just a moment," he said primly, standing up. "The boy has two exams to complete today. I will not permit my schedule to be disrupted."

The Neimoidians paused in the doorway, gazing at him with those expressionless alien faces. Torles stretched out toward their minds, wondering just how susceptible this species was to Jedi suggestion. He'd seldom used this trick, and never before with a Neimoidian. If they didn't buy into his manipulation, he might have to tackle those combat droids after all.

"The boy will come with us," Ashel declared at last. "If you choose, you may come with him."

"Thank you," Torles said, bowing in proper tutor fashion. Throwing a warning glance at Binalie, he stepped over to join the Neimoidians.

"But bring many lessons," Ashel added as they stepped back into the corridor. There were, Torles noted, two more of the big droids waiting for them out there. Just as well he hadn't gone on the attack. "Lord Binalie is stubborn, even for a human. You may be with us for some time."

"Don't worry," Torles said, squeezing Corf's shoulder reassuringly. "I have everything I'll need."

The two Neimoidians and their assault droid escort were still in the mansion when Doriana finally reached Roshton. The commander was bending over the sculpted bush in front of him, his face carefully turned away from the visitor, putting away industriously with a set of pruning shears. "What are you doing here?"

Doriana hissed at him.

"Tendin' the plants, my lord," Roshton said in a quavering old

voice, snapping off a couple more leaves.

"Stop it, Roshton," Doriana ground out. "It's me."

Roshton angled an eye cautiously up at him. "Ah—Master Doriana," he said, abandoning both the accent and the phony garden work. "You're just in time for the show."

"What show?" Doriana asked. "What are you doing?"

"You'll see," Roshton said, shifting his eyes to the mansion and the ring of droids. "Ever seen a droideka go bounce?"

"Uh...no."

"Then you've got a treat in store," Roshton pulled the front of his tunic slightly back to reveal a comlink hidden behind the flap. "Number seven, stand by...now."

And from the direction of the house came the thundercrack of an explosion.

Doriana twisted around in time to see one of the droidekas, still in wheel form, soaring over the heads of its startled companions. Behind it, a blackened hole in the ground trailed a strand of smoke. "Number ten: now," Roshton said.

There was a second explosion, this one squarely at the feet of one of the assault droids. The big machine lost its balance and toppled backward to land with a sickening thud.

"Where are they firing from?" Doriana demanded, looking around in bewilderment. There were no clone troopers in sight, and precious little cover anywhere nearby for them to be hiding in. "Roshton?"

"Later," Roshton said. "Five and eight: go."

Two more explosions ripped into the defensive line, each sending a pair of battle droids flying across the neatly trimmed lawn. "And here come the soft ones," Roshton added as the brightly colored Neimoidian robes appeared in the doorway. "This should be fun."

"Hold it," Doriana said, squinting across the distance. Nearly hidden in the folds of the robes... "Hold your fire, Roshton," he repeated urgently. "They've got Binalie's son with them."

Roshton muttered something under his breath. "Rotten cowards," he said contemptuously. "They can't just—"

He broke off, a tight smile suddenly twisting his lips. "Well, well. Cowards and fools both."

"What?" Doriana asked, frowning.

"They've got Corf Binalie, all right," Roshton gestured. "They've also got Jafer Torles."

He lifted his eyebrows at Doriana. "Like I said. This should be fun."

Two more explosions, the third and fourth by Torles' count, shook the house as Ashel and Gehad hurried them down the entry hallway to the mansion's main door. "I do not understand," Gehad said nervously as they peered outside. "Where are they shooting from?"

"What does it matter?" Ashel bit out, gesturing to the droids. "Droids! Form a cordon to the transport!"

Obediently, the droids abandoned their encirclement positions, scurrying or rolling or lumbering, as their capabilities allowed, toward the vehicle squatting a dozen meters away. They were lining up into two rows, their weapons pointing outward, when another explosion caught the transport's right front corner, bouncing the vehicle a meter into the air and leaving a section of armor plating black and twisted. "This is impossible!" Gehad shouted. "How do they do this?"

"Ask questions later!" Ashel growled, pointing toward the Spaari

plant. "Look! Here is our air support."

And impressive air support it was, too, Torles had to admit. A hundred STAPs had appeared in the sky, sweeping in from both east and west as they converged on the Binalie estate.

But the STAPs were still out of range, the droids in their cordon had their weapons and sensors aimed outward as they searched for their unseen attackers, and the Neimoidians were far too preoccupied with their own safety to be watching their prisoners.

Time to go to work.

"Now," Ashel said, ungluing himself from the partial protection of the doorway and sprinting between the rows of droids toward the transport. Grabbing Corf's arm, Gehad started to follow, tugging the boy along behind him.

They didn't get far. Reaching forward, Torles caught the boy's other arm and planted his feet solidly into the ground just outside the mansion's doorway. For a moment, Corf was stretched between them like a pull-war cable, and then Gehad stopped and spun around. "What do you—?" he snarled.

He never finished his question. In that same brief second, the two combat droids that had been marching along a meter behind them, caught offguard by Torles' sudden halt, arrived at either side of the Jedi.

And in a single smooth motion, Torles reached beneath his robe, pulled out his lightsaber, and ignited it.

Gehad gave a little deep-throated scream, letting go of Corf's arm as if he'd been burned and scuttling away from him. Torles gave the boy a quick shove back through the doorway as he slashed the lightsaber across the upper chest of the droid to his left. The brilliant green blade sliced through the thick acertron armor like it was wrapping plastoid, and the top third of the droid slid off and fell with a crash onto the ground. The rest of the machine, caught in a trick of balance, remained standing stolidly upright like a beheaded corpse patiently awaiting further orders.

Torles didn't wait to see whether or not it would fall. The assault droid to his right was already reacting to this unexpected threat, twisting at its hips to try to bring its blasters to bear. Torles swiveled to his right to meet it, swinging his lightsaber around and down across the raised forearms above the mounted blasters and dropping them onto the ground. His second cut took off the droid's legs; even before the pieces clattered to the ground, he leaped backward through the doorway into the mansion. "Go!" he ordered the Neimoidians, lifting his lightsaber into guard position. As if in emphasis, another nearby explosion blew clouds of dirt into the air.

The two aliens didn't need further encouragement. Turning, they sprinted down the line of droids and scampered into the transport. The surviving droids followed, closing up the cordon neatly behind them. A minute later the transport, joined now by three more of the vehicles, was heading east at high speed.

"Wow," Corf breathed.

Torles turned to see the boy gazing up at him, a stunned expression on his face. "You all right?" he asked.

Mechanically, Corf nodded. "I never saw anything like that," he said.

"Just doing what I was trained for," Torles said. With one last look outside, he closed down his lightsaber. "Let's go tell your father you're all right," he said. "And after that," he added grimly, "you may both want to go to your safe room. This could get nasty."

There they go," Roshton commented as the last of the droids piled into the transports. The first vehicle, the one with the

Neimoidians aboard, had already left the ground and was clawing for distance, the STAP escort forming up around it. "They won't be trying that again for awhile."

"Probably not," Doriana agreed, his eyes still on the remains of the D-6s that had taken Torles maybe half a second to turn to scrap. He'd been around Jedi much of his life, but never before had he actually witnessed one in full combat mode.

And for the first time he began to truly see why Sidious wanted them eliminated.

"Estate units, secure," Roshton was saying into his comlink. "City, forest units: stand ready."

With an effort, Doriana pulled his attention back to the military situation. "What do you mean, stand ready?" he asked. "And how did you manage those shots?"

"Don't be dense," Roshton chided. "That was nothing but a set of strategically placed, remote-controlled land mines. You must not have noticed all the landscaping being done around the grounds the past two days."

"I had other things on my mind," Doriana said tartly, watching the fleeing transports. Instead of taking the straightest route back to Spaarti Creations, they were swinging far to the east. What in—?

And then, he got it. "They're avoiding the south lawn," he said. "They don't want to risk anything else crashing on it and irritating the Cranscocs."

"Exactly what I thought they'd do," Roshton said with grim satisfaction. "Forest unit: secure. City unit: fire at will."

Abruptly, a dozen blaster bolts sizzled up from the northern edge of Foulahn City, blowing apart STAPs and peeling chunks of armor from the transports. "What are you doing?" Doriana demanded. "You've chased them away. Isn't that enough?"

"No," Roshton said. "City unit: take them down."

The STAPs were returning fire now, and that whole section of sky seemed to be filled with multi-colored blaster fire. Doriana found himself holding his breath as he watched the transports dodging and staggering, trying desperately to reach the safety of the plant. If Roshton's zealousness got the Neimoidians killed—or worse, if it panicked them into pulling their droids out of the factory for a counterattack—

And then, something else in the sky caught his eye. Just a pair of specks, but as he watched they grew visibly larger. "Roshton!" he snapped, fumbling out a compact set of electrobinoculars and switching them on. "We've got company."

"Let me see," Roshton ordered, reaching for the instrument.

Doriana twitched it away, pressing his eyes against the lenses.

A single glance was enough. "It's a pair of C-9979 landing ships," he told Roshton, handing over the electrobinoculars. "Looks like all your little stunt accomplished was to persuade the Separatists to bring in reinforcements."

The Neimoidian commander's careless choice of a landing spot two days earlier had enabled Roshton's clone troopers to slow down their troop deployment long enough for the Republic forces to evacuate the Spaarti Creations complex. With this second wave, the Separatists made no such error. The landing ships put down to the west and northeast of the city, in open territory where no close-in attack would be possible, and immediately began deploying their troops and vehicles.

Roshton had barely enough time to order his men to pull back before the MTT transports and AAT battle tanks made their orderly way through the streets of Foulahn City, along the serveways of Triv Spaceport, and

even into the mostly uninhabited wooded hills west and north of the Spaarti complex. The AATs took up position at official buildings and strategic road intersections, while the MTTs quickly found places to dump their deadly cargos of battle droids, super battle droids, assault droids, and droidekas. By late afternoon, every square meter for fifteen kilometers around Spaarti Creations was in Separatist hands.

With one small exception.

"One of the C-9979s is here," Roshton said, tapping a spot on the holomap due west of Foulahn City. "Its droids and AATs are occupying western Foulahn, plus all the territory west and north of the Spaarti complex. The other one's here—" he indicated a point near the Quatreen River where it meandered its way between the city and the Triv Spaceport to the northeast of it—"where they can cover the eastern city and the spaceport. I hear some units have gone a ways up the Quatreen and into Navroc City, too, but I don't have independent confirmation of that."

Torles looked over at Binalie. The other's face looked pale, but that could have just been the lighting. With only limited power supplies available here in the depths of the Binalie family safe room—and with no desire to attract notice from the droids occupying the main house upstairs—Binalie had elected to shut down everything except the perimeter lights. "So where does that leave us?" Torles asked.

"Basically, stuck in here," Roshton said heavily. "My troops are doing what they can to harass the droids, but we don't have nearly enough manpower to push them back to the landing ships. Master Doriana tells me Supreme Chancellor Palpatine has promised help, but that could be as much as several days away."

"And meanwhile, your clones and the droids tear Foulahn City to shreds," Binalie growled.

"We're keeping the war out of your plant, aren't we?" Roshton retorted. "Isn't that what you wanted?"

"What I wanted was for the whole cursed war to stay off my world," Binalie shot back.

"I'm afraid those choices aren't always ours to make," Doriana spoke up calmly. "It certainly wasn't Commander Roshton's idea to bring the war here."

"So we just sit here and let them wreck our city?"

"If I were you, I'd focus on the central issue," Roshton said tartly. "Namely, once the sun sets they'll be able to get the Cranscocs to retool the plant. Once that happens, you can wave goodbye to any hope for your city or your world."

"What do you mean?" Corf asked, huddling a little closer to his father.

"The Separatists are about to launch a brand-new line of assault droids," Roshton told him. "Once they get it up and running, every hour they spend in there means a stronger droid army on Cartao. If they're not stopped, sooner or later they'll have enough troops to defeat anything the Republic can spare to throw against them."

He looked back at Binalie. "And at that point, the only way to stop them—

"No," Binalie said flatly. "Don't even think it."

"You think I want Spaarti destroyed?" Roshton asked, his voice icy calm. "Those new cloning tanks we were building could conceivably turn the war around in a matter of months, and this is the only place we can fine-tune the production quickly enough to get the most efficient design possible. But at the same time, we can't let this new D-90 assault droid line get started, either. I'm sorry, but we're running low on options."

"Just a moment," Doriana said, straightening up and pulling a

Hero's Rise

Hero of Cartao Episode II

holoprojector from a belt pouch. "We may have news."

He flicked it on, and an image of an Iktotchi head appeared over the projection platform, its distinctively shaped horns curving down toward its shoulders. The words were too faint for Torles to hear, but suddenly Doriana smiled. "Thank you, General," he said, standing up and walking over to Roshton. "Commander, General Fyfee Tils of the Republic Light Cruiser Whipsaw would like a word with you."

He took the chair beside Roshton, holding up the holoprojector so that both of them could see and hear. Without waiting for an invitation, Torles moved over to the seat on Roshton's other side. Doriana flashed him a look, but said nothing.

"—with ten fully loaded LAAT/i gunships at your disposal," General Tils was saying as Torles sat down.

"That's only four hundred troops," Roshton pointed out doubtfully. "Not going to do much good against three C-9979s' worth of droids and AATs unless you can knock out their control ship."

"Thank you for the suggestion," Tils said dryly. "We had in mind to do just that. The gunships will be dropped in five minutes; ETA your position in thirty. We'll commence our own attack on the control ship in fifteen."

The image vanished. "How's that going to work with the Cransoc timing?" Doriana asked.

Binalie shrugged as he consulted his chrono. "Sunset's in about ten minutes. By the time the gunships arrive, it'll be nearly full dark."

"So we have a chance of getting the Separatists out before they can retool," Doriana concluded. "Excellent. What's the plan from this end, Commander?"

"Basically, to engage the enemy," Roshton said, pulling out his comlink. "Between the incoming gunships and my own clone troopers, we should be able to cause a fair amount of chaos out there. With luck, that may distract the Neimoidians long enough for us to get in through the tunnel and retake the plant."

"You can't do that," Binalie objected.

"We'll be as careful as we can," Roshton said.

"That's not what I meant," Binalie said. "That Neimoidian commander—Ashel—said they'd sealed their end of the tunnel."

"Sealed it so well that a Jedi with a lightsaber can't get in?" Roshton shook his head. "I doubt that very much."

"You'll still be risking damage to Spaarti," Doriana pointed out. "Why not wait until the control ship has been destroyed? The Neimoidians certainly won't put up a fight once their army's out of commission."

"Two reasons," Roshton said. "One, because I wouldn't put it past Separatists to start wrecking things as soon as they know they've lost. And two—" he grimaced. "I should be out there with my men, not skulking around down here. The sooner I can get into action, the better."

"That's a pretty poor basis for tactical decisions," Doriana warned. "And Lord Binalie is right: we don't want any fighting inside the plant."

"Tell that to the Neimoidians," Roshton said shortly. "As of nineteen minutes from now, that'll be their decision, not mine."

"Just a minute," Torles said slowly as Roshton lifted his comlink, bits and pieces of an idea starting to swirl around in his mind. A strange, dangerous idea, but one that might work for all that. "What if we could get all the droids to come outside to fight?"

"And how do you persuade them to do that?" Binalie growled. "Neimoidians are

cowards—they wouldn't just send their guards marching away. Especially not with a possible tunnel attack to guard against."

"Unless they thought the tunnel was secure," Torles pointed out. "And thought the factory perimeter wasn't."

Binalie blinked. "You've lost me."

"Of course," Roshton said, sitting up straighter. "Like I said, they know a Jedi can probably break through the tunnel. They also know, from bitter experience, what it's like to face one in battle."

"So what are you suggesting?" Doriana asked, frowning. "That we put Master Torles outside with your clone troopers?"

"Exactly," Roshton said. "Leading a charge against, say, the plant's east door. They'd have no choice but to throw everything they have at us."

Doriana snorted gently. "Sounds suicidal."

"Not for a Jedi," Binalie said, his voice and sense suddenly tense with cautious hope as he saw a chance of getting his factory back intact. "You could do it, Master Torles. I know you could."

"Please?" Corf added, gazing pleadingly at Torles.

"Just a moment," Doriana put in. "I'm not at all sure I can authorize an action like this. An attack of any sort will put the plant at serious risk."

"It's that, or the plant stays in Separatist hands," Roshton pointed out. "Who's side are you on here, anyway?"

"Don't be insulting," Doriana said coldly. "You want to keep the enemy busy while the Whipsaw tries to take out the control ship, go right ahead. But keep away from Spaarti."

"Trust us, Master Doriana," Roshton said. "Or rather, trust in the Jedi."

Doriana grimaced. "Well, when you put it that way . . . all right."

Roshton looked at Torles. "Master Torles?"

"Let's see first if I can get through the droids upstairs," Torles said, getting to his feet.

"Let's see if we can get through them," Roshton corrected, standing up to join him. "Like I said, I need to be with my men."

"You're both insane," Doriana declared. "But if everyone else is going, I might as well, too."

Roshton shook his head. "Sorry. No offense, but I don't want any bureaucrats getting in the way."

"None taken," Doriana assured him. "But as the Supreme Chancellor's representative here, I not only have the right to come with you, but I'm more or less required to do so."

Roshton grimaced. "Fine—have it your own way. Then if we're ready . . . ?"

Corf took a breath—"No," Roshton said firmly before the boy could speak. "You and your father are staying right here."

"But—"

"Corf," Binalie said warningly.

The boy subsided. "Right," Roshton said, clicking on his comlink. "Let's get this off the launch pad."



Doriana never did learn how many droids the Neimoidians had left inside the Binalie mansion. All he knew was that there were eight of them between the three humans and the outside door. Torles dealt with all eight swiftly, efficiently, and amazingly quietly.

There were a few others on patrol outside, strutting around in the gathering dusk as if they owned the place. The Jedi dealt with those, too.

It was over five kilometers to the staging area Roshton and his lieutenant had settled on during their brief comlink communication. Fortunately, two of the clone troopers had managed to sneak a small landspeeder through the droid patrols and were waiting for them at the

eastern edge of the Binalie estate. A short ride, with frequent zigzags and occasional pauses under cover, and they were there.

The clone trooper lieutenant was waiting when the landspeeder pulled up, standing quietly in the concealment of a group of trees perhaps a kilometer from the blank walls of the Spaarti plant. "Welcome, Commander," he greeted Roshton as the newcomers stepped up to him. "Glad you could make it."

"So am I," Roshton said. "Situation?"

"I've pulled together two hundred troops," the lieutenant said, gesturing around him. Doriana looked around, but wherever the troops were hiding, they were doing a good job of it. "The rest are still in the city, dodging the droids' house-to-house search," the lieutenant continued. "At last report the gunships were still approaching from the south; they should reach missile range in approximately five minutes, and laser-cannon range two minutes after that. Their first salvo will be our troops' signal to attack."

"What about the control ship?" Roshton asked.

The lieutenant nodded his helmet slightly upwards. "That attack seems to have already begun."

Doriana looked up. It was difficult to tell through the light clouds drifting across the sky, but he thought he could see faint flickers of laser fire. "Any idea how it's going?" he asked.

"General Tis hasn't taken the time to keep us up to date," the lieutenant said, a bit dryly.

"That's all right," Roshton said. "If and when he destroys it, it should be easy to figure out. What's the local enemy status?"

"The Number Two C-9979 is approximately three kilometers to our south," the lieutenant said. "Most of their troops have been deployed to the spaceport and eastern Foulahn City, but there are at least three AATs and probably two hundred battle droids standing by on guard duty."

"Three kilometers," Doriana said, peering off that direction at the deceptively cheery city lights in the distance. "Isn't that a little close?"

"It's extremely close," Roshton agreed. "And deliberately so. If you'd ever fought the Neimoidians before, you'd know they dearly love overwhelming odds. I'm betting that the chance to catch our group in a crossfire will be too tempting for them to pass up."

He turned to Torles. "Any last thoughts or suggestions, Master Torles?"

For a moment, Torles gazed out toward the wall of the plant, now little more than a vague shape against the darkening sky. Doriana gazed in turn at the outline of Torles' profile, watching the glint of his white hair in the dim light, wondering what kind of thoughts were going through that Jedi-trained mind.

How did Jedi think, he wondered suddenly. He knew something of how they acted and reacted, and as the man who often delivered Palpatine's messages to the Jedi Council, he had long since learned how to use their concerns and priorities to persuade them to do what he wanted.

But how exactly did they think? Was it basically the same as normal people? Or was there something about their training that left them more alien than any of the species making up the Republic?

In the distance to the south came the faint sound of multiple explosions. As it was joined by the stutter of blaster fire, Torles seemed to straighten fully up. "Nothing comes to mind, Commander," he said, sliding his lightsaber from beneath his robes. "Let's do it."

He set off toward Spaarti Creations, walking with a swift, firm pace. Three steps into the trip, he ignited his lightsaber, the green blade blazing upward like a beacon as he strode off into the darkness. "Well, don't just stand there, Lieutenant," Roshton said.

"Yes, sir," the other said, sounding a bit startled by the Jedi's bold move. "All troops: advance."

Doriana felt his breath catch in his throat. Suddenly, the area around them was swarming with clone troopers, emerging from shadows or piles of leaves or from beneath camouflage ground covers. They set off behind Torles, forming into neat ranks as they went.

Roshton was saying something. "I'm sorry?" Doriana said, tearing his eyes away from the silent soldiers.

"I asked if the Supreme Chancellor's representative would care to join us," the commander repeated as he slipped on a clone trooper headset.

"Thank you, but I think I'll stay here," Doriana said, getting his mind back to business. "I've already seen your men in action, but I haven't had a chance to observe General Tis's troops."

He couldn't see Roshton's expression in the darkness, but there was no mistaking the cynical edge in his voice. "Of course," the commander said.

"Shall I leave you a guard?"

"That won't be necessary," Doriana said.

"But I'd like to borrow your other comlink, if I may, so I can keep up with what's happening."

"Sure," Roshton grunted, pulling out his belt comlink. "Over there behind that thick tree would probably be a good place to observe from."

Doriana smiled to himself. It amazed him sometimes how easily people seemed to think they could offend him. "Thank you, Commander," he said calmly. "I'll expect a full report when you return."

They'd made it perhaps halfway to Spaarti Creations when the first response came from the picket line around the plant. Blaster bolts began to sizzle across the distance as the droids opened fire, passing harmlessly between the marching soldiers or bouncing almost as harmlessly off their armor. Torles peered ahead into the gloom as his lightsaber deflected away the bolts that came his direction, using the light of the enemy's own fire to see how they were configuring their battle line. The droids directly between them and the plant's east door were standing fast, while more droids were hurrying from north and south of that position to join them.

"Looks like this whole section of the picket line is pulling in to face us," Roshton murmured from beside him.

"Yes," Torles agreed, looking back over his shoulder. All he could see back there were the lights of the city and spaceport. "Any sign of that crossfire yet?"

"Two AATs and about fifty droids have just headed northeast," Roshton said. "We should see them soon. Ah."

Torles turned back. The plant's east door had opened, revealing a new set of droids hurrying through to join the picket line. "Here come the reinforcements," Roshton said. "I'd guess we'll be seeing those AATs very soon."

And with that, Torles knew, it was time to go. "How long can you hold out against them?" he asked, deflecting one last bolt and then closing down his lightsaber.

Roshton threw him a sideways look, wrapping his free hand around his headset's voice pickup.

"What do you have in mind?"

"We're assuming they've largely emptied the plant of combat droids,"

Torles told him. "If I can get inside, I should be able to get the drop on the Neimoidians. If they're as cowardly as you say, maybe I can persuade them to surrender even if Tis isn't able to take out the command ship."

"How do you expect to get in?" Roshton asked. "They'll have picket lines at all the doors."

"Leave that to me," Torles said, nodding to the left. "But I have to go before they close off that gap. So again: how long can you hold out?"

"As long as necessary," Roshton said, glancing around as he released his grip on his voice pickup. "Lieutenant: looks like there's a small hollow ahead and to the right. We'll deploy in defensive formation there."

He looked at Torles again. "Good luck."

Torles nodded and turned to the left, taking a moment to get his bearings. Then, stretching out to the Force, he dropped into a crouch and ran.

Jedi were capable of incredible bursts of speed when necessary, at least over short distances. Torles used every bit of that capability, his legs pumping in a blur against the ground as he slipped around the end of the picket line now beginning to close into a semicircle around the beleaguered clone troopers. A pair of droid stragglers suddenly loomed in front of him in the darkness and then collapsed into broken rubble as he used the Force to shove them backward. By the time the burst of energy and speed faded and he trotted to a halt, he was standing at the southeast corner of the plant, just clear of the forbidden south lawn, facing a sheer, three-story-high wall.

He gazed up at the dark slab rising above him. Three stories was an impossible jump, at least for him. But halfway up the wall, a distance he could reach, was a line of louvered air vents, each about ten centimeters across.

He could only hope Lord Binalie's father had built the vents and louvers with the same ruggedness with which he'd built everything else in Spaarti Creations. Getting a good grip on his lightsaber, making sure his hand was safely away from the activation stud, he bent his knees, stretched out to the Force, and jumped.

He was near the top of his arc when he spotted the nearest vent, dimly lit by the flashes of laser and blaster fire coming from Roshton's position. With a quick flick of his mind, he reached out to the louvers, angling them up into a horizontal position.

And as his upward momentum slowed to a halt, he slipped his lightsaber hilt between two of the louvers.

The metal creaked in protest as his full weight came onto the hilt, but to his relief the louvers held. Stretching out to the Force, he pulled down hard against the wedged lightsaber, hurling himself upward again.

He made it with three centimeters to spare, catching the edge of the roof with his outstretched fingertips and heaving himself the rest of the way up to sprawl onto his belly on the cold permacrete. Swiveling around, he leaned partway over the edge, extricating his lightsaber hilt from the louvers and calling it back to his hand.

The blaster fire in the east seemed to be intensifying as he slipped silently across the roof toward the nearest skylight. He reached it, rubbed off some of the collected grit with his sleeve, and peered inside.

The factory floor below was deserted. He stretched out to the Force, trying to track down the agitated alien minds he could sense beneath him.

Further to the west, perhaps? Yes, he decided: somewhere a little ways west of his position. He frowned, trying to visualize the layout of the plant...

Of course. Cowardly or merely

very cautious, the Neimoidians would have set up shop in Production Area Four, where they could keep an eye on the tunnel leading to the Binalie estate.

He set off that direction, keeping a wary eye overhead for wandering STAP patrols. But all the ones he could see were a good distance away, either swooping behind him to the east near Roshton's position, or else doing tight circles around the C-9979 landing ship over near the plant's west door. The cacophony from Roshton's position was definitely growing louder, possibly the droids from the landing ship now close enough to add their strength to the attack. A new sound shrieked through the air, and he turned in time to see a Republic gunship dive toward the ground, sweeping the droid positions with rapid-fire laser fire. It swung upward again, and was cutting around for another pass when it exploded in a brilliant red-and-yellow fireball.

And then he was at the skylight over the Area Four control station. Again cleaning off a section of the transparisteel, he looked down.

There they were, directly below him on the control platform: the two Neimoidians who had earlier invaded Lord Binalie's office, plus a few more in much drabber clothing, all gathered together around a plotting display that had been set up in front of the Cranscoc twillers. The Master Creator, Gehad, was jabbing at something on the display, apparently arguing with Commander Ashel about it. Milling alertly around the control platform were a half dozen battle droids, their attention and blasters turned outward.

The skylight's fastening catch was at the inside base directly across from Torles. Reaching out with the Force, he undid it and swung the skylight open on its hinges. Taking a deep breath, he dropped through the opening.

He landed on the platform directly behind Commander Ashel, his knees bending to absorb the impact. Ashel had time to twitch, and someone else had time to give a startled squeak, before

Torles was upright again with his arm firmly around Ashel's chest and the business end of his lightsaber pressed just as firmly against the side of the Neimoidian's head. "Everyone stay still," he warned.

But the droids' reflexes were apparently set on hair-trigger. Before Torles could say more, or Ashel could say anything at all, they whirled toward the platform, their blasters spitting fire toward him.

Torles took a long step away from Ashel and the others, igniting his lightsaber and whipping it against the incoming blaster bolts. Two seconds later, all six droids lay shattered and smoking, destroyed by their own backscattered fire. Before the stunned Neimoidians could react, Torles took another long step back and regained his grip on Ashel's robes. "Let's try that again," he said mildly. "Everyone stay still."

"What do you want?" Ashel asked, his voice shaking.

"I want this to be over," Torles told him. He glanced at the Cranscoc twillers crouching down in front of the control system mud flow, wondering how they were taking all this. But if they were worried, surprised, or even fully aware of what was going on, he couldn't see it. "Contact the command ship and order them to surrender."

"Impossible," Ashel made a cautious gesture toward the ruined droids. "We cannot communicate except through the droids, and you have destroyed them all."

"Really," Torles said. It was almost certainly a lie, but there was an easy way to call the other's bluff. "Fine. Come on."

"Where do we go?" Gehad asked timorously.

"It just so happens I know where there are other droids you can use."

Torles told him. "And watch it. I doubt you want the kind of trouble I can make for you."

Keeping a grip on Ashel's robe, he led the way down the platform steps. The Neimoidians' sealing of the tunnel exit had been achieved by the simple procedure of welding the leading edge of the ramp solidly to the floor, and it took him only a couple of seconds to cut through the weld with his lightsaber. Ashel quivered in his grip as he did so, but said nothing.

Their footsteps echoed eerily as they headed east through the empty plant. Torles kept alert for a surprise attack, but apparently the Neimoidians really had sent all the rest of the droids outside.

The battle was still going on as they reached the east door and stepped out into the night air. "There are your droids," Torles said, giving Ashel an imperative push toward the light and noise. "Let's go talk to them."

"You cannot be serious," the Neimoidian protested, cringing back against Torles' grip. "We are not equipped for battle."

"Too bad," Torles said. "But if that's the only way to stop them—"

He broke off as, abruptly, the circle of blasters around Roshton's position fell silent. Something in the sky to the left caught his eye, and he looked over as a pair of STAPs plummeted to the ground.

He craned his head to look up into the night sky. There, almost directly above him, was the fading light of an expanding gas cloud.

General Tiis and the Whipsaw had come through.

"I guess we won't need to talk to the droids, after all," he commented. He could see movement from Roshton's position now as the clone troopers abandoned their positions, running toward him and the plant now wide open behind him. "Come on," he added, returning his lightsaber to his belt and nudging the Neimoidians toward the approaching troops.

The two groups met halfway. "I see you've been busy," Roshton greeted Torles as he trotted to a halt, gesturing his troops to continue on toward the plant. "What's it like inside?"

"Empty, as far as I could tell," Torles told him. "The tunnel's been unsealed, too, if you want to get the techs back in."

"Excellent," Roshton said in grim satisfaction. "We'll get the Cransco to undo any retooling they did, then get back to work."

"I doubt the Neimoidians got very far with their retooling," Torles said. "Speaking of which, what should I do with them?"

Roshton glanced past him toward the plant. "Would you mind taking them to Commander Bratt? He's in one of the gunships heading over to shut down the Number Two C-9979."

"No problem," Torles said. "I'll see you later."

Roshton nodded and hurried off after his men. Torles started his own party off in the opposite direction. "It is not yet over," Ashel warned as they walked. "We have not yet been defeated."

"You just keep thinking that," Torles said. They'd reached the site of Roshton's stand now, and he paused for a moment, gazing across the battlefield. The ground was almost literally covered with the wreckage of droids, with the bodies of probably a dozen clone troopers lying among the debris, their armor no longer white. Fires were still burning in the remains of a couple of vehicles, one of them the gunship Torles had seen being destroyed. Standing amid the general carnage were probably a hundred more droids, still upright yet with an oddly sagging look about them, where the loss of their control ship had left them.

He was still gazing at them when, with a sort of collective twitch, they came back to life.

For perhaps half a second the sheer unexpectedness of it froze him to the spot. But for the Neimoidians, that half-second was all the time they

Hero's Rise

needed. At a barked word from Ashel, the Neimoidians dropped flat on the ground.

And Torles found himself standing alone in the middle of a ring of blasters.

There was no time for anything fancy, and literally nowhere to go but up. He leaped up and sideways, igniting his lightsaber and slashing behind him as he arced over the revived droid army, trusting in the Force to guide his hand and deflect the shots. He hit the ground running and dodging, heading away from the plant toward the city, a hall of blaster bolts nipping at his robes. "Yes, run, Jedi," Ashel's mocking voice wafted after him, more painful even than the blaster bolt near-misses. "Tell us again of this trouble you can make for us."

Torles didn't answer. Ahead, he could hear the sounds of renewed blaster fire coming from Foulahn City, and from the sense of startled anguish rolling over his mind it was clear that the rest of the Republic forces had been taken as much by surprise as he had. Unless he could get to them in time, to lend his strength to theirs, the battle would be lost.

He couldn't.

And it was.

"I guess the Separatists have finally learned from their past mistakes," Doriana commented as he, Torles, and Binalie stood on one of the mansion's north-facing balconies. "They must have found a way to make a control matrix compact enough that they could bring a backup down to the planet surface. My guess is that it's probably in one of the landing ships. Not that it really matters."

"And not that we'll ever know for sure," Binalie said bitterly, shivering in the cold night air. "They're all dead, then?"

"Dead, or scattered," Torles said quietly, and Doriana could hear the pain and self-reproach in the Jedi's voice. "Except for the ones Roshton took into Spaarti with him."

Binalie sighed. "And they're as good as dead, aren't they?"

"I can't see it any other way," Doriana agreed, gazing out toward Spaarti Creations. Above the plant, a hundred STAPs were circling through the night sky like carnivore-eaters, glinting with the light from a dozen distant fires. On the grounds around the plant, invisible from where the three men stood, a thousand combat droids and a dozen battle tanks stood their own silent watch.

And between the Binalie mansion and the plant, acrid smoke still rose from the crater where the Separatist haifire droid had emptied both of its missile pods into the ground, collapsing the tunnel and cutting off the clone troopers' last avenue of escape. The Separatists had been nothing if not thorough. "The only reason they're still alive is that the Separatists don't want to wreck the plant trying to force them out," he added.

"But then, they don't have to, do they?" Torles said quietly. "By the time General Tiis can return with enough ground troops, they'll likely have starved in there."

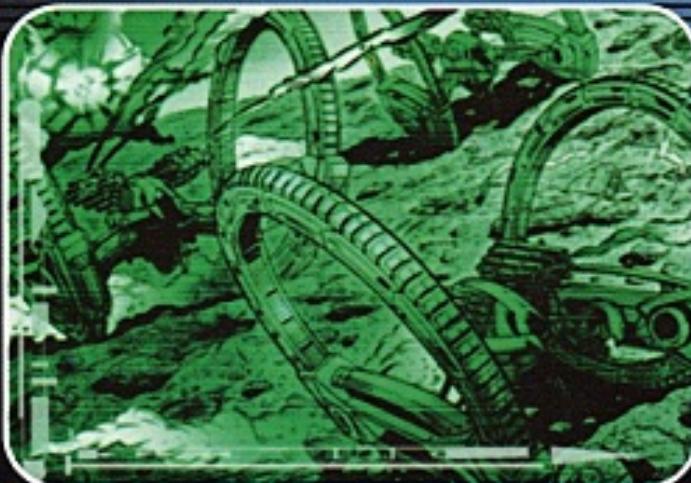
"Yes," Binalie said. "Ironic, isn't it? Commander Roshton spent all that effort to retake the plant. And he succeeded."

"And that's where he's going to die." ♦

To Be Concluded ...



REPUBLIC HOLONET NEWS



SEPARATISTS ATTACK SHELTER BASE

DOZENS KILLED; GENERAL KENOBI MISSING

SHELTER BASE, JABIIM—A sudden attack by Separatist-backed local forces ravaged the Republic's Shelter Base in the second week of open hostilities on the Outer Rim world of Jabiim, resulting in dozens of casualties and the possible loss of theater commander General Obi-Wan Kenobi.

The attack comes after a string of successful Republic pushes that took three Separatist defensive positions—Camp Aurek, Point Down, and Outpost Shear. These advancements weakened Shelter Base's defenses, as Republic troops were moved farther from headquarters to secure the outlying Jabiimite posts.

Intelligence reports failed to detect the Confederacy military equipment, and up until the attack, no hard evidence of a Confederacy presence had been found. The Jabiimite Separatists were employing native soldiers and equipment. Throughout the Jabiim engagement, long-range orbital scanning has been hampered by atmospheric disturbances, resulting in incomplete intelligence.

"Under the cover of a night storm, Confederacy hailfire droids unleashed volleys of tanksmasher missiles into the compound. The initial assault claimed 32 clones, all from the 43rd

"Killer-Aiwha" Battalion, and there are three confirmed Jedi deaths: Dalnus Cam, Sana-Jis Ilowa, and Rallicema Byllissura.

Atmospheric disturbances prevented the use of gunship air support, and Jabiim's muddy surfaces hampered the effectiveness of the Republic AT-ATs, AT-TEs and other armor.

Partial holographic feeds have confirmed that Alto Stratus, the local Separatist leader, personally led the attack. In addition to battle droid infantry, Stratus led an undisclosed number of elite Nimbus soldiers into the assault.

These same feeds have confirmed General Kenobi's presence during the attack, but contact with Jabiim has been lost, and Kenobi has yet to check in as per schedule. The Jedi Council has refrained from comment regarding speculation that the theater commander might be among the dead.

As of this report, the fighting continues at Shelter Base. Contact has currently been lost with HNN field correspondent Angus Laride and Jabiimite Loyalist Front spokesbeing Oriss Gillmunn. Stay tuned to this feed for live updates.

MASTER WINDU LIBERATES SKOR II

METROBIG CITY, SKOR II—King Ebareebaveebeedee of the Squib Polyanarchy has proclaimed Jedi Master Mace Windu an honorary "Big Time Hero of Beyond-Squib Eliteness" today, and unveiled a bronziun statue of the Jedi Master to a crowd of appreciative citizenry.

Windu led a contingent of clone troopers in liberating the Metrobig Interplanetary Blastport from an occupational force of Confederacy battle droid infantry. The Separatists had planned on using Skor II as a launch-point for an operation that would have littered the outer Rimma Trade Route with proximity mines.

"His Mace Windship will forever haunt Squibbish poems and jingles, and future fuzzlings will hear of the valiant Knight with his koovy purplish blade," declared the King.

Mace Windu has since left Skor II and was unavailable for the ceremony. A clone trooper peacekeeping force has remained behind to monitor Separatist activity. The Jedi Council offered no comment on the ceremony.



REPUBLIC WALKERS STORM KABAL

HAPPIES REFUSE PASSAGE

ROARLOD'S "BOYS IN WHITE" TOPS BOX OFFICE

CIS SHADOWFEED

SHEDDING LIGHT ON THEIR LIES

Bootleg Hologos Build Stratus as Hero Jabiliim Leader Popularity Spreads

OUTER RIM NODE—Despite data-interception efforts from Republic Intelligence, bootleg holos of Alto Stratus are finding their way off Jabiliim, and are proliferating throughout neighboring Outer Rim sectors.

The charismatic leader of the Jabiliim Separatist movement is becoming a folk hero among Outer Rim Separatist worlds, as his powerful words are disseminated throughout local communication networks.

The hologram, taken by a local Jabiliim freedom fighter on the eve of Stratus' devastating attack of the Republic's ill-prepared Shelter Base, runs 12 standard minutes long. Though many of the points that Stratus uses to rally his troops are germane to Jabiliim's struggle for independence, his speech has served to rally other worlds.

On Clak'Dor VII, famed Bith musician Vennido T'All has composed an original song sampling portions of the speech. On Yag'Dhul, the First Temple of Prime has mathematically converted the Stratus' words into a fractal banner. The xenophobic Aqualish, entrenched in a civil war on Ando, have even shown respect for Stratus as variations of his speech have appeared in local literature and war-chants.

A full decrypted edition of the speech is available for download at port 310 on this feed circuit. Shadowfeed users are cautioned that Republic authorities consider the possession of this data a crime.

The Words of Stratus—An Excerpt

"The Republic would have its people believe their enemies are heartless droids. We are not droids. We are farmers, and menders, builders and healers. We are fathers, brothers, mothers, and sisters who have been

forced to take up arms to challenge a selfish and corrupt government.

"The emotionless cultists of the Jedi order and their vat-grown drones are fighting a widowless war. We fight for our lifeblood, our heritage, and our soil.

"Your planet, your home, is flooded with blood. For three thousand years, we were loyal to the Republic. But did they send aid during the Brainrot Plague? Did they

"Where were the Jedi when Lythian Pirates killed your parents and mine?"

—Alto Stratus



react when the Trandoshans invaded? Where were the Jedi when Lythian Pirates killed your parents and mine? The Republic ignored our cries for help until they learned that beneath all the mud our planet has a heart of ore! We will fight to defend our planet! We will send the Jedi home in body bags!"

FURTHER READING

The Battle of Jabiliim continues to be the focus of *Star Wars: Republic* from issues #55–59. See *Moce Windu* in action in the hardcover novel, *Star Wars: Shatterpoint*.

Friendly Fire Kills Diplomatic Envoy

SLUIS SECTOR NODE—Sensor analysis has confirmed that friendly fire destroyed the Republic peace delegation sent to Sluis sector, and not Confederacy cannons as reported in the mainstream media. A confer-



ence of Republic and Confederacy diplomats convened at a neutral subspace relay station near Praesitlyn to discuss a cease-fire in the Seswenna-Sluis conflict. Republic HoloNet News reported that Confederacy sabotage destroyed the station, which led to a barrage of laser exchange between warring starships. Analysis of sensor data confirms that the Republic ships had begun powering and firing weapons before the complete destruction of the station. "The Republic is not interested in peace," said Candobar Inglet, the Sluissi Khedive. "They were far too ready to pull the trigger that day." [Full Story>>](#)

CONFEDERACY OF INDEPENDENT SYSTEMS

Separatists at Birth

by Rob Coleman, ILM Animation Director

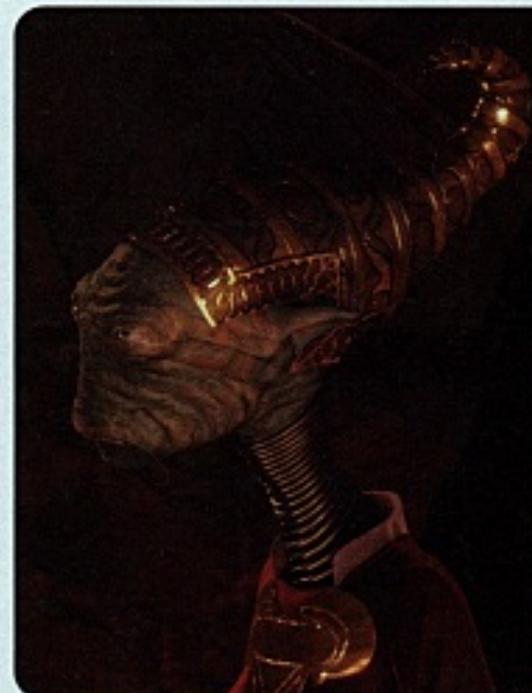
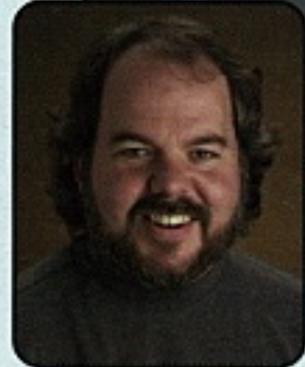
The Confederacy of Independent Systems

» Count Dooku's treasonous break with the Republic required the support of a number of unscrupulous allies. These Separatists, interested only in free trade among the Confederacy of Independent Systems, gathered on Geonosis to discuss their commitments to the cause. Surrounding the table on that fateful day were representatives from the Trade Federation, the Techno Union, the Commerce Guild, and the InterGalactic Banking Clan. One by one, they agreed to join the charismatic Dooku, enticed by potential profits and power. What is interesting about these intergalactic schemers is just how little the animation team knew about them when they accepted the task of bringing them to life.

To truly understand a character, you must get into his head and determine what the character is thinking. Actors prepare this way, and so must animators. We read the script and talk to the director, and then we ask ourselves many questions, the most obvious being: How would this character react in this situation? Knowing what the character did previous to

the current scene—an hour before, a day before, or a week before—helps us to create a believable performance. We call this knowledge the "backstory." In the case of *Star Wars*, the keeper of all the backstory information is George Lucas. In his head live all the characters—real or animated—and he has thought about everything from what planet they live on to what they had for breakfast. Major characters, like Yoda and Count Dooku, have elaborate and detailed histories. Others, however, have considerably less—sometimes even none.

In the case of the Separatists, characters with very little screen time and few if any lines, there was only so much Lucas could tell the animation team about them. No matter how much backstory he could provide, the animators would still have only a few seconds of screen time to demonstrate the personality of each character. With that challenge firmly in mind, the animation team considered not just what the characters might be thinking but also about how to show those thoughts through the characters' physical performance.



Bad Girl

Shu Mai was known as the "space granny" by the ILM animators because of her designed posture and wrinkled skin. From the beginning we knew that her dialogue would be subtitled, but we knew little else about her. Lucas provided no backstory for her except that she was a member of the Commerce Guild. We were free to fill in her history on our own.



Blocking

The stage term blocking has carried over to films. It refers to the placement of a character on a stage or on the screen. A director will block through a scene with an actor, showing them where he would like them to stand and where they should move. ILM animators will rough block a scene so that George Lucas can review the placement and size of a character prior to the animator spending the days necessary to create the final performance.

Modeled by Steve McGrath, Shu Mai started to emote attitude as soon as animator Charles Alleneck began **blocking** in her actions. "I like the fact that Shu Mai had sort of bad posture, with slouching shoulders and a pot belly. It gave her more character, I think," he says. What Alleneck didn't know at the time was that Mai was a savvy business Gossam from the planet Castell—those details weren't available to us until

long after the animation deadline. It was clear, however, that Mai wasn't exactly comfortable with what Dooku was suggesting at the secret council on Geonosis: "What you are proposing could be construed as treason," she snapped.

Animators always plan out their scenes before they begin their performances. Scene

planning and blocking allows the animator to try different ideas in a rough form first. "I didn't videotape myself [this time]," recalls Alleneck. "I did act out the line, though, to figure out the major beats and actions, and then **thumb-nailed** all the major poses. I actually had translated her line to myself, so that I knew what each word meant; that way I could focus on

thumbnails

thumbnails are small drawings that an animator sketches out to help plan the actions in a scene. Thumbnail drawings are presented to an animation director for approval before the animator begins the scene.



At the time the animators took charge of "space granny" Shu Mai, they had virtually no information on her background.



concept sketch by Iain McCaig

having her deliver the line with the right attitude and not get distracted by the fact that she was speaking a made-up language."

Star Wars Dim Sum

Shu Mai is also the name of a popular Chinese steamed dumpling. No, we don't know where George Lucas thinks up the names to characters. Maybe he was just hungry that day.



Tin Can Man

Techno Union representative Wat Tambor was another of the computer-generated baddies sitting at the Separatists' table the day Obi-Wan slipped in to spy on the proceedings. He began life as a sculpture created by Michael Patrick Murane in the art department at Skywalker Ranch. Later he was built

as a computer model by Tareq Mirza and Omar Velasco at ILM.

Lucas gave us very few hints as to who or what this creature was to be. Tambor's design included a long robe that fell right to the floor. There was at least one modeling meeting where we debated whether he should have legs or tentacles. As it turned out there were only two shots where he is seen walk-

ing, and neither one showcased him. The tentacle plan was abandoned, and he is seen only to glide.

"He was such a departure from the other organic creatures I'd been animating (like Jar Jar, Yoda, or the air whale), that I found it a breath of fresh air trying to figure out how a virtual tin can with arms moved," mused animator Kim Thompson. "We did know from dis-



Concept art by Michael Patrick Murnane



cussions with Lucas that Tambor was responsible for the droid foundries, crucial to Dooku's power plan. However, Thompson had struggled with maintaining an ominous air to Tambor when Lucas decided to have him fumble with his voice box controls while pledging his allegiance to Dooku. Usually an animator relies on facial expressions and eye movements to convey emotion, but in this case Thompson had neither to work with and had to animate the surprise and embarrassment Tambor felt, when his audio phased in and out, through his body language.

Wat Tambor might or might not have tentacles instead of legs. Only his pedicurist knows for sure.

What in the San Hill?

Concept designer Dermot Power's designs were selected for San Hill the InterGalactic Banking Clan representative. Hill's tall, lanky, humanoid body was too thin to have someone in makeup and costume, so he became another of the animated separatists.

Built by modeler Sunny Wei, Hill was based off an existing computer-generated human model at ILM. Wei used illustrations provided by the art department and additional input from Lucas. "I pretty much started the basic facial library like most of our characters—eyes, lips, nose, mouth, phonetic **joint-driven shapes**." The elongated human design came together quickly. Wei worked closely with animator Trish Schutz-Krause to create just the required shapes needed since Hill would only speak in one shot in the film.

Hill's limited screen time didn't stop Schutz-Krause from getting into her character. She says, "He was my favorite character to animate! His tall, thin body and bald head lent itself to an

Joint-Driven Shapes

Animators move modeled muscle shapes inside ILM's Caricature software to create facial performances. Some shapes are automated and don't require animation. Examples of these automated joint-driven shapes are the skin around a moving eye and some of the mouth muscle shapes that move when the jawbone is rotated.

Immediate personality and attitude." In preparing for the conference room scene (which was originally longer), we had discussed who all the various parties were. We wanted them to have personality and to be distinctive. It was important that the audience know who San Hill was in his one close up so we packed a lot in. "I always watch movies to inspire and influence the acting in my shots; however, from the moment I saw the San Hill character, I knew how I would play him. He would be distinguished, with an offensive air of superiority."

San Hill was just too skinny for a human actor to portray, so modeler Sunny Wei rebuilt him from a computer-generated human model.

ity. I wanted his action to be graceful with a slight flamboyance, confident, calculating, and snobbish." Through acting out the scene, Schutz-Krause was able to get into San Hill's mind. "First, I pretend to be the character and try to see the action in my head. Then I act the shot out a few ways in front of a camera and decide which take best describes the character."

Head Case

The final digital extra in the conference room scene will be a surprise to all but the most observant fans—and to the poor actor inside the hot costume that day. Seen on the left

animated the subtle facial performances, which breathed the understated realism into that supporting actor.

The Rest of the Gang

Also at the conference table was the hosting leader of Geonosis, Poggle the Lesser (detailed in "Behind the Magic" in *Insider* #65); his assistant Sun Fac; Neimoidian Nute Gunray, the Viceroy of the Trade Federation; as well as Passel Argente, who was cut from the final edit. Po Nudo and Senator Tikkes were there too, but viewers can see them only very briefly from behind.



side of the screen in the first shot while Count Dooku talks, Toonbuck Toora's photographed head just didn't hold up when viewed on the big screen. Discussions began about whether the entire character should be removed digitally and be replaced by a new animated or photographed character. After close examination, that plan was revised to replacing the head of the creature with a digital face that was more detailed than the original.

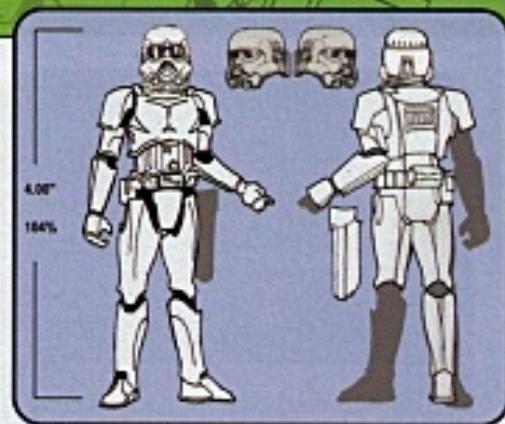
Known as "Gatorhead" during production, the digital head prosthetic was carefully tracked into place, matching the movement of the camera and the body actions of the original costumed character. Ken King

The animators at ILM get a real kick out of the information that surfaces only after the films are completed. *Star Wars* books like *The Visual Dictionary* carefully outline all of the tiny details in the movie—information ranging from characters' home planets to what materials their clothes are made of—details, in fact, that the animators never knew when they were working on the shots. Because he must answer so many other questions from other members of the film-making team, George Lucas provides the animation team with just as much information as we need—but nothing more. Making the characters our own and creating their backstories falls to us sometimes, and we must always think of the animated creatures as real, living beings so that we can find a way to reveal their souls through gesture, expression, and body language. ☺



The Fans' Choice

Back to the Drawing Board
Sculpt input drawings are the bridge between concept illustration and three-dimensional figure.



by Andy@Hasbro

This Super Trooper Has All the Best Toys



Star Wars action figure collectors

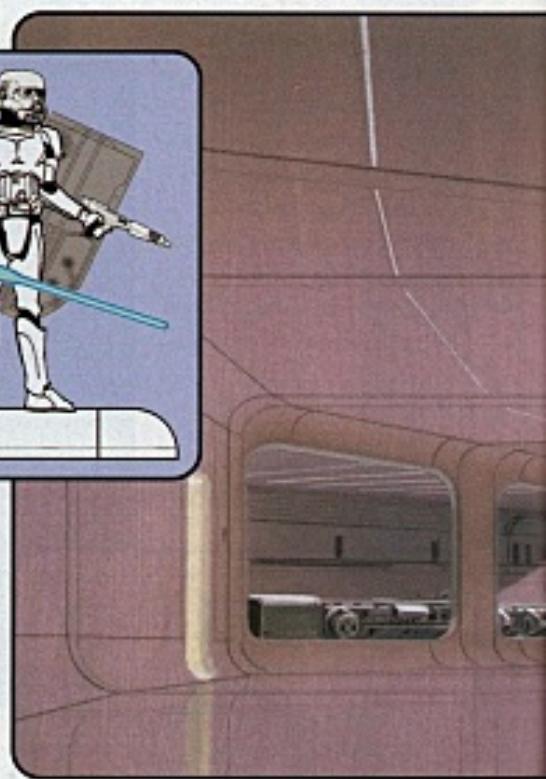
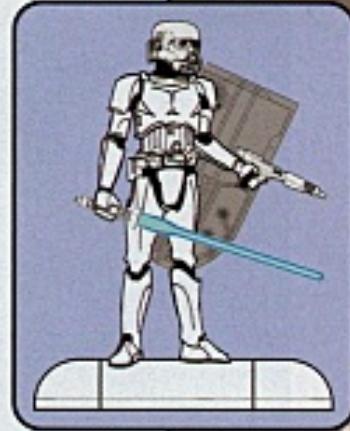
are already familiar with the Fans' Choice series, through which Hasbro gives fans the power to decide one of the next figures by voting on its web site at www.starwars.hasbro.com. The first choice was Duros, an alien from the cantina in *A New Hope*. The second and third Fans' choices were Amanaman and Ephant Mon, both from Jabba's Palace in *Return of the Jedi*. With each poll, more and

more fans voted for the character they wanted to see brought to life in 3 3/4" scale, and the competition has become more heated with each campaign!

The latest Fans' Choice poll was conducted last May. There were many great characters to choose from, including an Imperial Dignitary and Nym from the Expanded Universe. When the votes were tallied, the winner of the fourth Fans' Choice poll was the McQuarrie Stormtrooper, a figure taken from the concept artwork Ralph McQuarrie created for *A New Hope*. The trooper, who never appeared on screen, edged out General Rieekan by a handful of votes.

McQuarrie, a talented conceptual artist with an incredible imagination, served as one of the major creative forces behind all three classic trilogy *Star Wars* films. His visionary paintings and concept drawings brought to life characters such as Darth Vader, R2-D2, and stormtroopers—as well as locations like Tatooine—which had previously existed only in the mind of George Lucas. To find out more about Ralph McQuarrie, and to see his artwork, visit ralphmcquarrie.com.

In designing the McQuarrie Stormtrooper figure, Hasbro wanted to ensure the highest level of authenticity and detail to the original concept art. Since the character did not appear on film in that form and existed only as a two-dimensional illustration, we needed to take some liberties in creating a three-dimensional figure. There are two main differ-



Concept Art

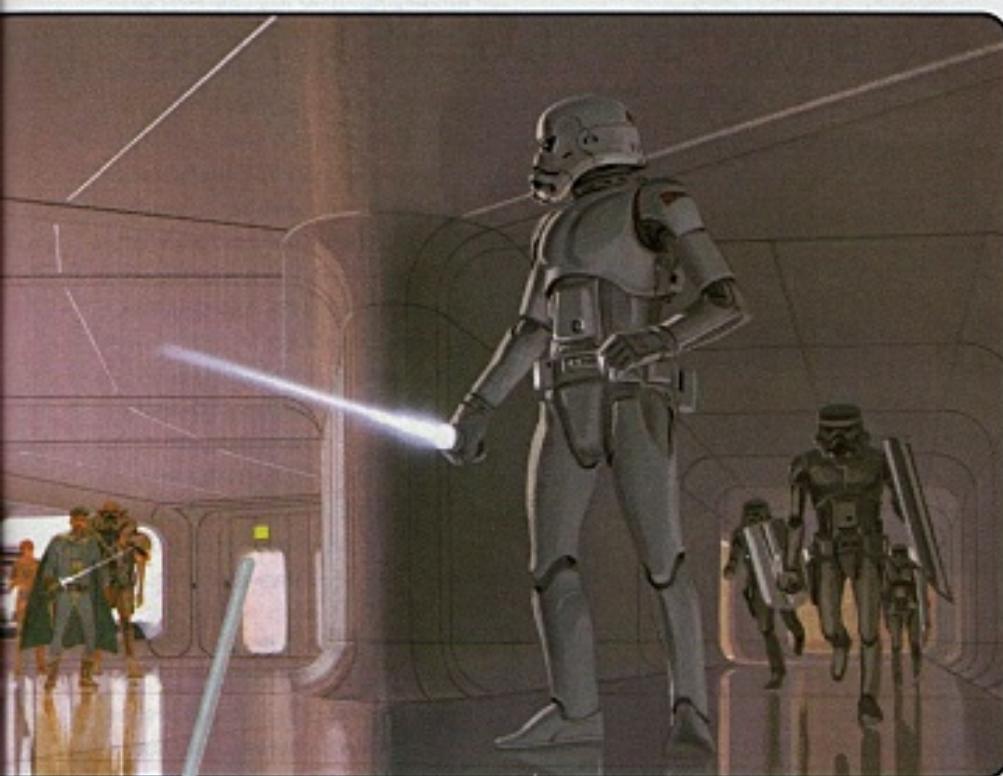
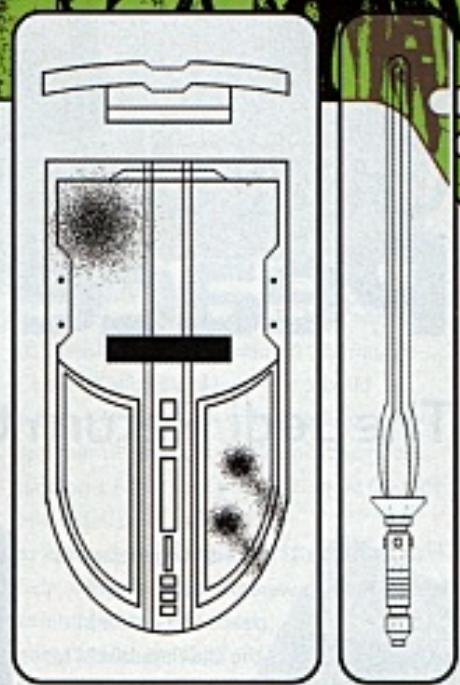
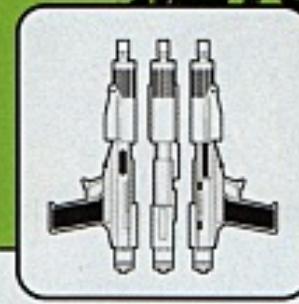
Many details from Ralph McQuarrie's concept paintings did not appear in the movie.

ences between the original concept design from McQuarrie and the actual Stormtroopers seen in the movies. First, although the overall concept art for the armor design is quite similar to the movie, there are distinct differences in the helmet design and proportion. Changes were also made from the original concept art to the body armor you see in the movies to allow for actor movement. The second difference is that the original concept art featured the stormtrooper with a lightsaber. While this obviously never made it into the films, it was intriguing to see a stormtrooper armed with a lightsaber. The blade of the concept



stormtrooper's lightsaber was portrayed differently than a movie traditional lightsaber. The concept art showed a lightsaber that flared at the base of the blade and tapered up to a point. So, we decided to take the opportunity to some fun and experiment with a bigger blade for the action figure lightsaber. To get a

lightsaber effect reflective of the concept art, the clear blue color will be insert molded with a glow-in-the-dark core. This is a totally new and innovative approach to manufacturing the lightsaber in an effort to give it a "glowing" effect.



The overall process to develop this figure takes a little over a year. After initial concept approval from Lucasfilm and tallying the final votes from the Fans' Choice poll, a sculpt input image was created to show in great detail how the three-dimensional figure should be developed. This flat design of the stormtrooper will serve as a guide for the creation of a model of the figure that is initially sculpted out of wax.

The sculpt input drawing gives detailed instructions to the sculptor as to the structure, scale, and texture of the model. Additionally, the parts breakdown and articulation of a figure, as well as any accessories or special features that the figure has, are denoted on the sculpt input. As you can see from the sculpt input, this figure will come with a lightsaber, blaster rifle,

shield and a base representing the concept for the floor of the Death Star corridor. In addition, the figure will have ball-and-socket shoulder articulation and elbow, leg, and left-hand articulation to allow fans to recreate the scene depicted in the artwork.

The next step in the process is creating the wax sculpt. Using the sculpting input document, a sculptor makes a three-dimensional figure out of wax. After the wax sculpt is developed, duplicates are created out of a harder material which can then be painted. This final model is then sent to China for mass production. The stormtrooper figure is currently in production and will be available in stores later this year.

Hasbro is in the process of developing the next Fans' Choice figure poll scheduled for later this year. Keep checking www.starwars.hasbro.com to be part of the action. If you've never participated in the Fans' Choice poll, it's very easy. After logging on to the website, you cast your vote for one of the figure choices available. Only one vote per fan is allowed, and all votes are reviewed before the winner is revealed.

While the Fans' Choice polls are a great way for you to influence upcoming figures, you can speak with us personally at the upcoming Comic-Con convention in San Diego, California (July 17–20), and the Wizard World convention in Chicago, Illinois (August 8–9).

Jedi Mania

Light side Jedi decks now have plenty of character choices including a new way to win the game.



Guardians of Peace & Justice

by Aaron Brogdon

The Jedi Return to the *Star Wars* TCG in Full Force

Keepers of the Peace

A third expansion based predominantly on Episode II comes in the wake of two classic-era expansions. Jedi Guardians provides an opportunity to include stunning new images from *Attack of the Clones* not previously used in the game. "The Star Wars TCG runs across all eras, and we liked the idea of breaking up the four classic-era sets with a prequel set in the middle," says David Eckelberry, Lead Developer for the Star Wars TCG. "Even with *Sith Rising*, we didn't have a finished film to work with when we went to press. There were scenes and images that we wanted to show off as soon as we could, many of them



nice end-battle scenes as well as the final fight sequence." Some cards also include original artwork created exclusively for the *Star Wars TCG*, as has been the case in previous expansions.

All the main contenders from the *Attack of the Clones* and Sith Rising expansions are back, many with the Piloting and Accuracy abilities introduced in the *A New Hope* expansion. Among the returning characters are Yoda, Mace Windu, and Obi-Wan Kenobi, who can finally pilot his own starfighter. Anakin and Padmé also have new versions that complement each other, reflecting the teamwork they employed during the battle of Geonosis. To help these out, there are many new arrivals including a full Jedi Council and a familiar face from *The Phantom Menace*. Qui-Gon Jinn.

The Dark Side sees the return of Sith Lords Darth Sidious and Tyranus, as well as a new version of Darth Maul that gets

many of the benefits of a stacked unit in one card. Not to be left out, Bounty Hunters Jango Fett, Zam Wesell, and Aurra Sing are back to give the Dark Side more stacking power.

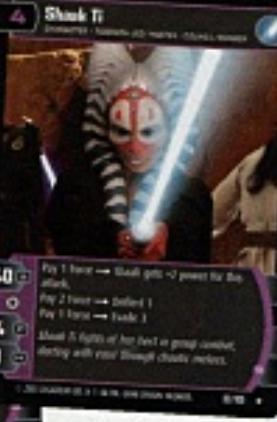
Newly stackable Space and Ground units include Tyrannus's Solar Sailer and Geonosian Speeder, Slave 1, Zam's Airspeeder, Obi-Wan's Starfighter, and Padmé's Yacht.

Secure the Parameter

With new avenues of interaction between and outside of the three arenas of combat, units can coordinate their battle plan more than ever before. One of the excit-

ing new features are units that may attack retreated units in the build zone. Obi-Wan's Starfighter, Plo Koon, Zam Wesell,  Darth Vader

University of Sydney Library website: www.library.usyd.edu.au



and Jango Fett are among the units with this feature.

The Dark Side can set up an ambush by sacrificing new Trade Federation units in Space or Ground, thus gaining 5 build points that can be used to build another Trade Federation unit in the alternate arena during the Battle step. The Trade Federation Droid Bomber at 60 Speed is the first Starfighter with the Bombard option of attacking units on the ground.

The Light Side will find distributing forces between the arenas to be easier with assistance from the Gondola Speeder, a Ground unit that allows a Character from the Space arena to be moved into the Character arena during the middle of the Ground battle step. In addition, at the end of the Ground battle step, a Speeder Pilot version of Anakin Skywalker can move into the Character arena from the Ground arena.

False Retreat

With the fighting spilling outside the arenas, retreated units now have a way to strike back. Reserves—one of the two new abilities found in Jedi Guardians—allow retreated units with this ability to affect the battle in multiple ways. Reserves abilities that can be activated during battle include attacking an opponent's retreated units, preventing damage to units in battle, or giving units other strategic advantages. Reserves abilities that allow players to gain Force, get

extra build points, or draw cards, can be played only during the build step. Darth Tyranus has a Reserve ability sure to frustrate the Light side: During battle he can remove up to 2 build coun-

ters from a face-down card of his choice in his opponent's build zone.

It's Overkill, Master

The second new ability introduced is called Overkill. An attacking unit with this ability may divide hits in excess of the defending unit's health between that unit and another unit in the same arena. The Overkill ability uses a unit's own power, which means it can be enhanced with a power boost. Naturally high-power unit cards with this ability—such as the 8-power Battle Droid Division or the stackable Darth Tyranus—will ensure that successful dice rolls are not wasted on small targets. Courtesy of the neutral Battle cards Furious Charge and Tactical Leadership, Overkill can also be applied to one or all units in an arena of choice for a turn.

Standing Before the Council

The task of presiding over the guardians of the Republic makes it necessary that each of the twelve Council Members comes with an array of abilities befitting Jedi Masters. Yoda, at 13 build points, now holds the title for the most expensive Character unit in the game and proves why no one can rival him as a swordsman. For 8 Force he can untap and attack again with his 8 power. He is sure to outlast most of his opponents with a durable ability to pay 2 Force and evade 4 damage. Mace Windu (D) comes with the new Overkill ability and gives all Jedi on the table +1 power. Other Council Members have Reserves and Piloting abilities, including Saesee Tiin, who can get behind the controls of a large number of Starships, as he has the ability to pilot Capital Ships, Starfighters, and Transports.

The Jedi Council doesn't need to control two arenas to beat the Dark Side, thanks to the new 0-build-cost Mission card, Jedi Council Quorum, which reads: "When this turn ends, if you have 7 or more Council Members in any arena or build zone, you win

the game." To help with this, the mission card aptly named "Gather the Council," allows a player—for 5 build points—to search his or her deck to pull out any number of different Council Members, gaining 1 Force for each. With some Council Members, build costs being as low as 3 and 4, the Light Side can get the quorum assembled and win the game before the Dark Side knows what hit it.

Players using the Council Members will want to be on the lookout for a sure-to-be-popular combo only the Dark Side can exploit. Boba Fett from the Jedi Guardians expansion gives any Patrol Ship he pilots the ability to attack a unit in the Character arena instead of the Space arena using 5 power plus any other effects. Combining this with the new Slave I, which has Accuracy 2 and +2 Power when attacking a Jedi, means young Boba Fett can easily score an average of five or six hits each time he attacks a Jedi in the Character arena from Space—an amount of damage many Council Members cannot survive. As Obi-Wan knows all too well, this can be a terrible distraction during battle. Still, any Dark-side player intent on trying to hunt down and destroy the Jedi would do well to beware. In the Jedi Guardians expansion, the Jedi's ability to use the Force has by no means diminished.



Star Wars Galaxies Update

by Haden Blackman

Gungan Din



Star Wars Galaxies, the massively multiplayer online game (MMO) set in the *Star Wars* universe, has just entered the third phase of an intensive beta program intended to test all elements of the game. With the introduction of thousands of new beta testers, LucasArts and Sony Online Entertainment have turned their attention to Naboo, one of the ten planets targeted for completion by the launch of the game.

Episode I Touchstone

The planets included in *Star Wars Galaxies* were selected for a variety of reasons, but one of the most important criteria was a strong connection to the films. Endor, Yavin 4, and Tatooine—all well known locations from the classic trilogy—are prominently featured in *Star Wars Galaxies*. However, the team also wanted to include a touchstone to the prequel trilogy, and thus Naboo became a candidate for inclusion in the game. Naboo



was an attractive choice for the designers and world builders because of its wide range of terrain types, creatures, and points of interest.

Because of its diversity of terrain (which include ornate cities, swamps, mountains, and plains), Naboo was one of the most difficult planets to build. The team decided to use the planet as a case study for all other worlds to follow. The terrain for Naboo was completed well before the beginning of beta, but that is only one part of creating an active and immersive world.

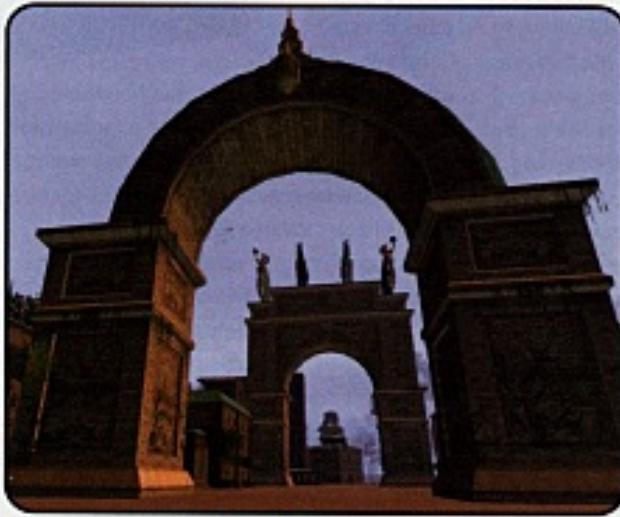
With the terrain complete, city builders spent weeks building and rebuilding all of Naboo's major cities, including a sprawling

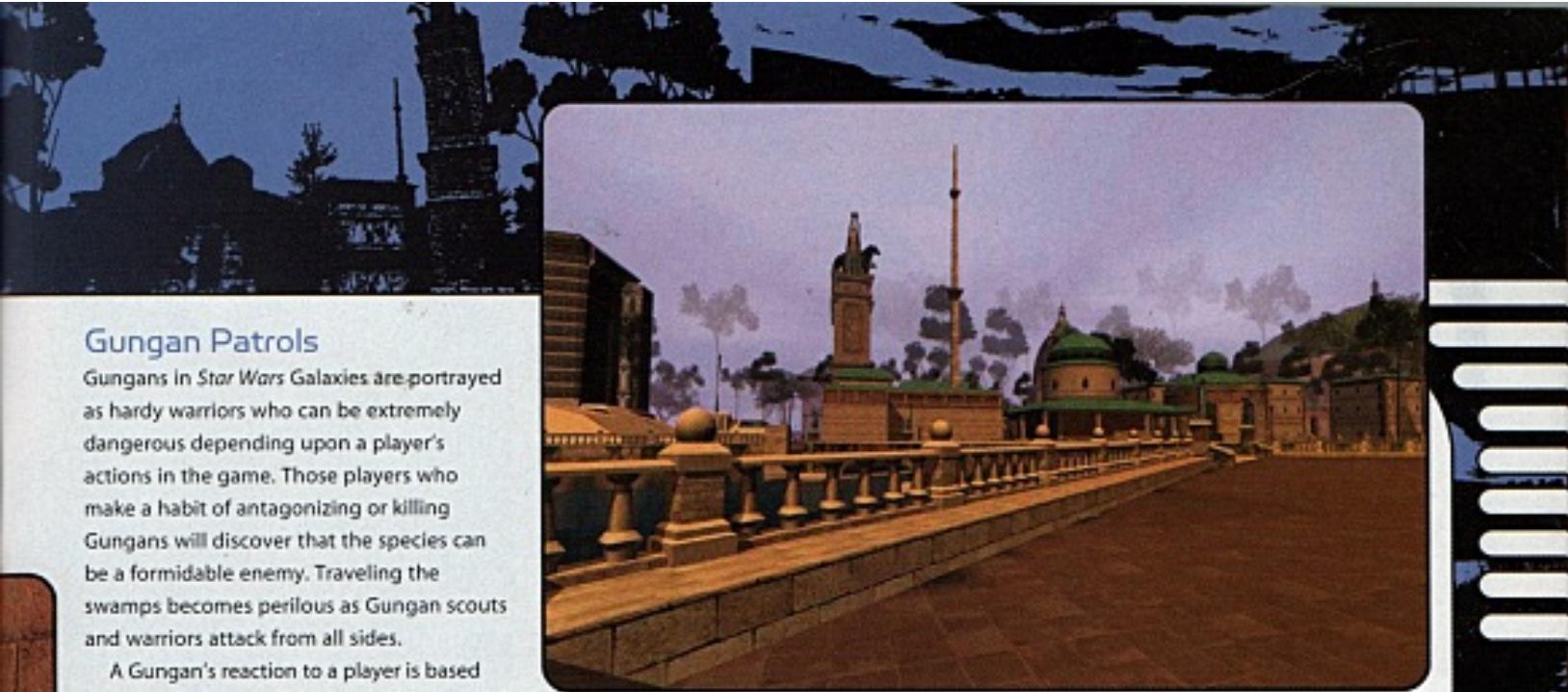
Now Let Me Tell You Something ...

In Sony Online Entertainment's *Star Wars Galaxies: An Empire Divided*, you too can harass Gungan dignitaries. Just don't come crying to us when you're searching for your gear after a Gungan ambush.

version of Theed. The world builders then populated the cities with nonplayer characters (NPCs) to provide missions, training, information, and ambience.

While the cities were taking shape, other designers were defining Naboo's ecosystems and developing "spawn tables" that determine what types of creatures and hostile NPCs players can encounter in the wild. Less experienced characters can expect to battle weak thugs and diseased nunas. Those who travel farther into the swamps might stumble across giant night spiders, hungry feline nar-gatchas, or even Gungans ...





Gungan Patrols

Gungans in *Star Wars Galaxies* are portrayed as hardy warriors who can be extremely dangerous depending upon a player's actions in the game. Those players who make a habit of antagonizing or killing Gungans will discover that the species can be a formidable enemy. Traveling the swamps becomes perilous as Gungan scouts and warriors attack from all sides.

A Gungan's reaction to a player is based on a detailed reputation system that runs throughout the game. A player's actions can increase or decrease his reputation with various groups in the game; in fact, a single action might change a player's reputation with multiple groups simultaneously. A player who kills Jawas loses face with Tatooine's Jawa clans but gains standing with the local Tusken Raiders. Those players with extremely high reputation with a specific group might gain access to special NPCs (like Boss Nass or Jabba the Hutt), while those with incredibly low reputation will find themselves attacked over and over again, perhaps even in seemingly safe areas like cities.

Naboo's New History

One of the challenges of bringing Naboo into *Star Wars Galaxies* involved updating the planet's history to cover the period between Episodes III and IV. This task was made more difficult by the fact that when the designers were first fleshing out Naboo, *Attack of the Clones* was still in pre-production.

Fortunately, the design team was able to work with Lucas Licensing to develop a version of Naboo appropriate to the Galactic Civil War timeframe.

According to *Star Wars Galaxies*, Naboo remains a fairly pastoral world, despite the rise of the Empire. Although Naboo is home to numerous Imperials and even hosts one of the Emperor's strongholds, the Naboo themselves have managed to preserve much of their culture. They remain a largely democratic society ruled by an elected monarch. As during the prequel era, Naboo gain the right to vote after passing aptitude tests that determine intellectual maturity, and political

leaders are often far younger than their peers on other worlds. The Naboo are still an extremely peaceful people, focusing all of their energies into art, science, and education. They maintain the Royal Security Forces to protect their cities from rabble-rousers and criminals, but they have no standing army. The current monarch, Queen Kylantha, appears to be extremely loyal to the Emperor, but she has yet to dissolve the Naboo Royal Advisory Council or impose any significant changes in the Naboo's democratic structure. These inactions have led to speculation about where the Queen's loyalties truly lie.

Possibly the biggest difference between Naboo during the prequel time period and the Naboo of *Star Wars Galaxies* is the role of the Gungans. When Imperial forces arrived on Naboo, allegedly to protect the planet's resources, the Gungan population migrated deeper into the swamps, yet again isolating themselves from the rest of Naboo. Gungans in the game are reclusive and paranoid.

The Emperor's Retreat

Perhaps the most compelling new addition to Naboo is the Emperor's Retreat, a lavish installation hidden in the Naboo wilderness. The retreat is home to a number of significant NPCs, including an Imperial Inquisitor and other high-ranking officials. Players who serve the Empire faithfully will be able to work their way continually deeper into the retreat, eventually encountering and receiving missions from Darth Vader and, on occasion, the Emperor himself.

Like many of the worlds in *Star Wars Galaxies*, Naboo also has a Rebel presence.

The Alliance troops on Naboo are cautious, for fear of being revealed to the Empire, but they still provide aspiring Rebels with missions.

Dangerous Ground

Although Naboo is known as a peaceful planet, it has a large number of threats in-game to allow for multiple adventuring opportunities. Aside from the numerous creatures—many of which are willing to attack on sight—explorers are bound to stumble across pirates, smugglers, and other criminals. In fact, Naboo is home to a Hutt crime lord named Borvo. First introduced in LucasArts' *Battle for Naboo*, Borvo is a cagey gunrunner who maintains a hidden lair on Naboo. With the galaxy in conflict, Borvo has become quite wealthy and far bolder. His cronies can be found all across the planet, usually manning small smuggling outposts.

The Unsettled Worlds

The *Star Wars Galaxies* beta testers have had access to five "starting" planets (Tatooine, Naboo, the Naboo moon of Rori, Corellia, and Talus) for several months. They've explored the cities and wilderness on these worlds, fighting the local criminals and creatures to earn credits and valuable experience. Soon, however, the development team will begin opening other worlds for the testers to explore. These "unsettled worlds" range from fog-enshrouded Dathomir to mysterious Endor to the anarchistic pirate planet called Lok. *Star Wars Insider* will soon explore the jungles of Yavin 4, the plains of Dantooine, and other key locations. 

Always Four There Are

by Jason Fry

Scholastic Traces the Jedi Legacy

» Shortly before Episode I hit theaters back in 1999, fans salivating for a peek at the early years of the Star Wars saga got an unexpected treat from an even earlier time: a

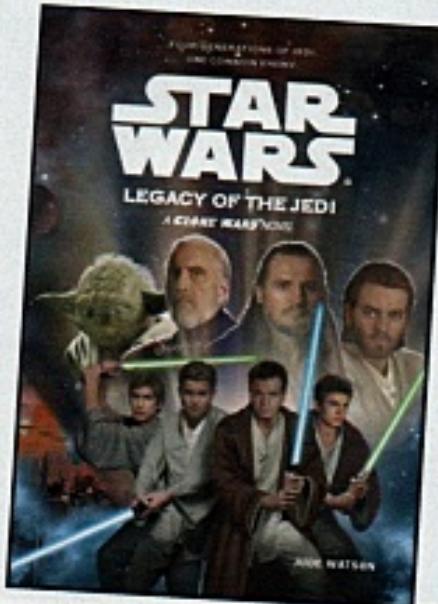
series of young adult books exploring the adventures of a 12-year-old Obi-Wan Kenobi and his Master, Qui-Gon Jinn.

Over the nineteen books she wrote in Scholastic's 20-book Jedi Apprentice series, Jude Watson gave readers plenty of memorable characters and worlds to visit.

(Trivia buffs take note: The first book, *The Rising Force*, was penned by veteran Star Wars author Dave Wolverton.) But Watson also crafted a longer, subtler story over those books, one that explored the ups and downs of the often-difficult but ultimately warm relationship Qui-Gon and Obi-Wan forged as Master and Padawan. As Episode II neared, Watson and Scholastic then moved on to the Jedi Quest series and an examination of Obi-Wan's relationship with his own Padawan, the supremely talented and vastly troubled Anakin Skywalker.

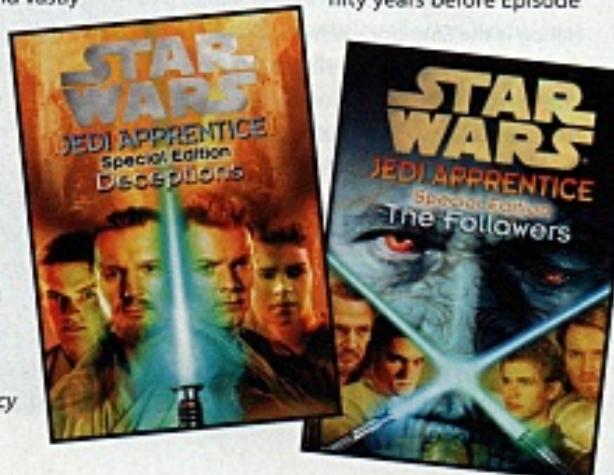
A pair of "special edition" novels—2001's *Deceptions* and 2002's *The Followers*—linked the two series, throwing challenges at Qui-Gon and Obi-Wan that were inherited by Obi-Wan and Anakin, and letting Watson consider two very different relationships between a Master and an Apprentice.

Now, Watson and Scholastic are taking the same tack with July's *Legacy*



of the Jedi (\$12.95). But this third "special edition" is far more than what's come before.

This time, Scholastic editor David Levithan says, the contrast isn't between two pairs of Masters and Apprentices, but among four. And as a result, Star Wars fans will get to peer back even further in time, tracing an adventure that begins more than fifty years before Episode



and ultimately spans nearly seven decades.

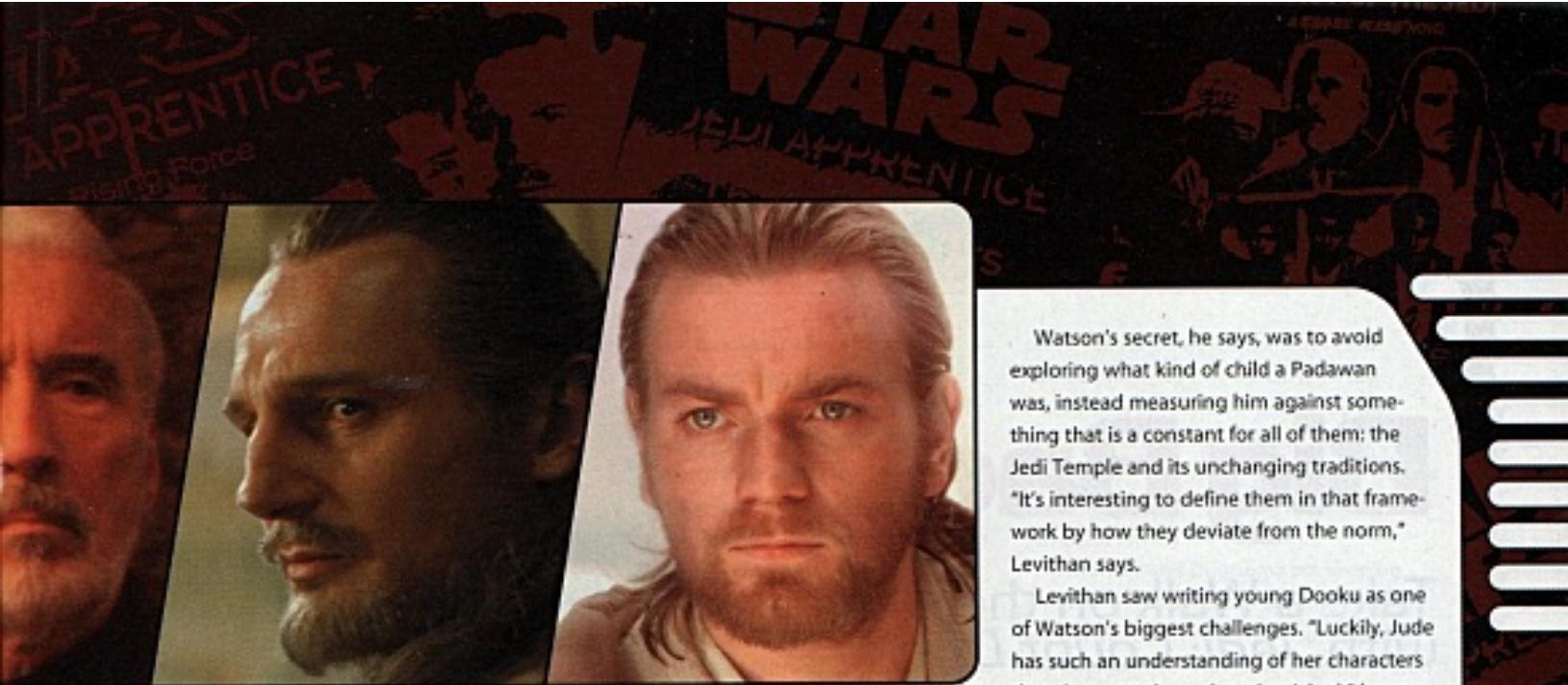
As Levithan explains, Scholastic knew it wanted to take readers back to the much-loved Jedi Apprentice series but also wanted to go beyond the previous "special edition" books. Doubling the number of generations involved would satisfy both goals, telling a more complex story and giving Watson two more chances to consider Masters and Padawans against the unchanging backdrop of the Jedi Temple. (Levithan says Scholastic scrapped an early idea to go all the way back to when Yoda was young, deciding that was "more than we could chew.")

Legacy of the Jedi begins with 13-year-old Dooku and his friend Lorian Nod, tracing how the relationship between the two Padawans sours into a bitter rivalry that ends with Lorian's expulsion from the Jedi Order. The story then jumps ahead thirteen years to Dooku and his Apprentice, Qui-Gon, who discover Lorian has become a space pirate. Thirty-two years after that, Qui-Gon and Obi-Wan must investigate a dispute between Junction 5 and its moon Delaluna—hostilities Lorian could be at the heart of. And finally, Watson takes us to the Clone Wars and a last encounter with Lorian

Nod—one that leads to a fateful meeting between Obi-Wan, Anakin, and Dooku on a war-torn planet.

"The challenge was, 'Okay, you have these four generations. What ties them together?'" Levithan says. "We didn't want it to be a collection of short stories but a novel in four parts."

Levithan says Watson was happy for the chance to tell another tale of Obi-Wan and Qui-Gon, observing, "I think she missed



"Dooku's lust for power is mirrored by Anakin's struggle to resist power's lures, and all four Jedi must confront what others see—perhaps correctly, perhaps not, as their essential flaws."

Qui-Gon and his dynamic with Obi-Wan—we all missed Qui-Gon." But *Legacy* also lets Watson explore a new relationship she found intriguing—that of Qui-Gon, who grows up to become something of a renegade, and Dooku, who is destined to fall under Darth Sidious' spell and become a Dark Lord of the Sith.

By looking at four young Jedi at crucial periods in their training and in their relationships with their Masters, *Legacy of the Jedi* lets Watson set up resonances between the four stories. Dooku's lust for power is mirrored by Anakin's struggle to resist power's lures, and all four Jedi must confront what others see—perhaps correctly, perhaps not—as their essential flaws. While the Jedi Quest books have considered Obi-Wan's difficult relationship with Anakin in light of his own warm relationship with Qui-Gon, *Legacy* lets Watson also contrast that with a new dynamic: Qui-Gon's coldly professional dealings with Dooku. Then there's the failed Jedi Lorian Nod and his shifting allegiances; Levithan says that Watson "has done an incredible job with him—and especially with his dynamic with Dooku."

But what about that ending? How can Anakin, Obi-Wan, and Dooku really be thrown together before a certain much-anticipated movie comes out in 2005? Cautiously, Levithan says, "We had to be very, very careful about

having this very interesting encounter, but not altering the course of events before Episode III."

While the prospect of imagining a young Count Dooku or Qui-Gon Jinn sounds irresistible, in either case Levithan warns that the author must be careful "not to create a caricature of the adult in the child."

Young Jedi of All Eras

The legacy of the Jedi didn't end with Anakin, of course. In later books, his grandchildren Jaina and Jacen Solo pursue their own apprenticeships on the jungle moon of Yavin 4. From 1995 to 1998, the husband-and-wife team of Kevin J. Anderson and Rebecca Moesta wrote fourteen enjoyable young adult novels starring the Solo twins. The first three—*Heirs of the Force*, *Shadow Academy*, and *The Lost Ones*—are collected in a new omnibus, September's *Young Jedi Knights: Jedi Shadow* (Berkley, \$7.99). Look for a second volume (*Jedi Sunrise*) in December, with more to come.

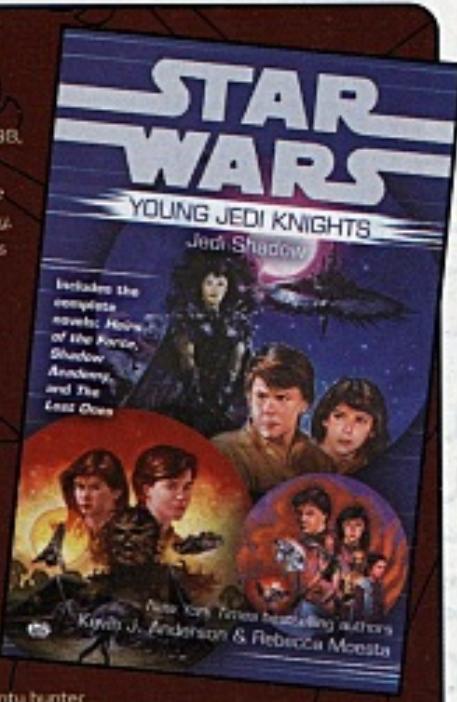
Switching back to the prequel era, David Levithan says the Jedi Quest series will total ten books in all. The series' next installment is October's *The Moment of Truth* (Scholastic, November '03, \$4.99). Levithan says we'll see the tension between Obi-Wan and Anakin begin to mount, escalating from there until they reach the difficult point we saw in Episode II. Speaking of Episode II, Levithan promises we'll learn the tale behind Anakin's reference to rescuing Obi-Wan from a nest of gundarks.

Finally, the fourth book in the Boba Fett series (*Hunted*, by Elizabeth Hand) will follow Boba to Tatooine for his first meeting with Jabba the Hutt and his first tangle with fellow bounty hunter Durge. Levithan says it will mark Boba's first assignment and his first chance to truly prove himself. In the future, Levithan says, we'll see him establishing himself as a bounty hunter and moving from struggling to find his place in the universe to struggling to keep it.

Watson's secret, he says, was to avoid exploring what kind of child a Padawan was, instead measuring him against something that is a constant for all of them: the Jedi Temple and its unchanging traditions. "It's interesting to define them in that framework by how they deviate from the norm," Levithan says.

Levithan saw writing young Dooku as one of Watson's biggest challenges. "Luckily, Jude has such an understanding of her characters that she got to know how he ticked," he says, adding, "a lot of care was put into the characterization." Dooku is a Jedi for most of the book, he notes, and he isn't simply portrayed as "this bad seed waiting to happen."

Seeing Dooku at age thirteen, Levithan acknowledges, humanizes a character readers know as a villain—something that's also true of Anakin and of Boba Fett in Scholastic's two series dedicated to their youthful adventures. While noting that Scholastic has always tried to avoid making such characters too sympathetic, Levithan says, "You try to illuminate why they turned out the way they turned out. It does make it more interesting, because you're showing that they could have gone either way." ☀



Big Bad

by Daniel Wallace

by Daniel Wallace

Take a Walk on the Dark Side with Jedi: Count Dooku

You know those classic Universal horror movies Frank Whemple, John Talbot, and Dr. David Reed? You don't? That's because the studio knew what it was doing. It named the films not after their heroes but their villains—*The Mummy*, *The Wolf Man*, and *The Creature from the Black Lagoon*—and the rest is cinema history.

Fictional villains are often more entertaining than their good-guy counterparts, and *Star Wars* has understood this from the beginning. Darth Vader is now a cultural icon.



invoked whenever a commentator wants to conjure an image of dark-hearted malevolence. Darth Maul, with his jack-o'-lantern tattoos and double-bladed lightsaber, was far and away the most popular villain of *Episode I: The Phantom Menace*. In *Episode II: Attack of the Clones*, Christopher Lee's Count Dooku cuts a dashing figure as a charismatic Sith

“Count Dooku was a respected Jedi before he turned—or was turned—to the dark side.” —John Ostrander

Lord who heads the galactic Separatist movement, operating under the *nom de guerre* Darth Tyranus. The scheming Dooku is the latest subject of *Star Wars Jedi*, Dark Horse's *Clone Wars* era title focusing on the Republic's key *Clone Wars* figures.

"We all have dark impulses, but most of us restrain ourselves," says John Ostrander, writer of *Star Wars Jedi: Count Dooku*. "Through the 'bad guys' we get to vicariously and safely experience a release that we wouldn't—hopefully—indulge ourselves in. And they often seem to be having fun. They enjoy what



they do. A good villain should enjoy being a villain. They want what they want when they want it because they want it, and nothing else in the universe really matters."

Artist Jan Duursema is well aware of Count Dooku's place in the pantheon of *Star Wars* villains, and she is excited about capturing the rogue in pencil and ink. "Among the Sith Lords, he is a challenge to try to capture," she explains. "Vader is power and smoldering terror hidden behind a mask; Maul is fury and rage unleashed. But Dooku is like that eerie calm just before a storm—contained and threatening, secure in the nature of his own power."

As a "thinking person's Sith," Dooku stands in sharp contrast to Maul's pit-bull ferocity. Dooku's temptation of Obi-Wan Kenobi in Episode II proves that his words are even more dangerous than his curved-handled lightsaber. "I don't think Dooku sees himself

Dirty Rotten Scoundrels

In the right hands, stories focusing on villains can be delicious fun. Following are five of the best.

Dark Empire, Dark Horse Comics (1991-1992). One word: grim. A cloned Emperor Palpatine plays the sneering baddie, but it is often the Empire itself that fills the role of villain. No other story has ever presented an Empire so powerful and so ominous.

Darth Maul, Dark Horse Comics (2000). Maul is a man of few words, and in this eponymous series he lets his lightsaber do the talking. Heroes are no-shows, and the action is unrelenting as Maul slices and dices his way through a gangster's stronghold.

Star Wars Tales #9, Dark Horse Comics (2001). Darth Maul vs. Darth Vader. It couldn't happen, right? It could in this "possible history" Infinities story, where the silent Sith faces off against the cyborg Sith. Who wins? We wouldn't dream of spoiling it.

Star Wars Empire #1-14, Dark Horse Comics (2002-2003). This story arc, appropriately titled "Betrayal," serves up a heaping portion of back-stabbing among Imperial officers, stormtroopers, and moffs in a plot to kill Emperor Palpatine, proving once and for all the truth of the old proverb: "Unusagi lies the head that wears the crown."

Boba Fett: Enemy of the Empire, Dark Horse Comics (1999). Fett and Vader battle it out in this gritty tale of revenge, in which even the minor characters are card-carrying members of the scum & villainy club.



as a bad guy," says Duursem. "I wonder if he believes—or once believed—in what he told Obi-Wan on Geonosis, that the reason he left the Jedi and the Republic was because of the corruption he saw there. Did his fall to the dark side begin as burning idealism and a desire to change something he saw was wrong with the Republic? Hopefully this story will bring some of this to light."

Back in March, the debut issue of *Jedi* focused on Mace Windu and asked some

tough questions about loyalty and truth by presenting several Jedi Knights who weren't so sure they were fighting on the right side. Jedi: Count

Dooku promises to shed more light on this puzzle of murky morality, exploring how Dooku seduces others to the Separatist cause and to the dark side of the Force. "Can someone fall to the dark side for all the right reasons?" muses Ostrander. "I think this issue will treat the reader to some very unexpected events."

Ostrander agrees with his collaborator that, like most villains, Count Dooku is unlikely to look at himself as a force for evil, despite the connotations of the label "dark side." "For characters like Dooku, I think 'good' and 'evil' are meaningless terms," he says.

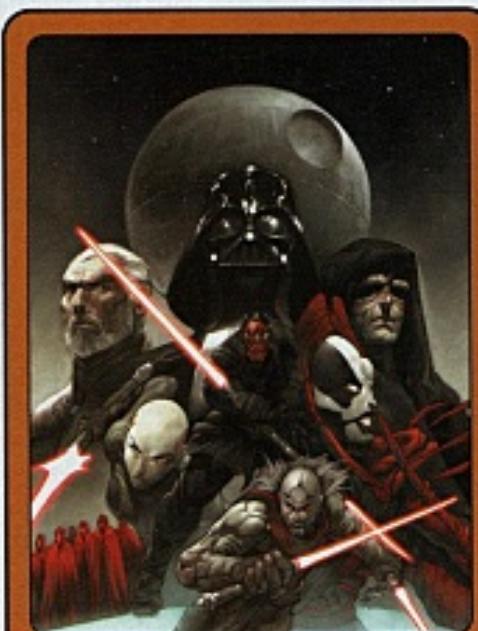
"Not that they are sociopaths but that their concern is power. They would see good and bad as moral definitions designed to keep others in check. I don't think Dooku defines himself as good or bad; I think he sees himself as a powerful being who is also very, very clever."

But hold on a minute. The series is called *Jedi*—isn't it a contradiction to focus an entire issue on a Sith? "Not at all," answers Ostrander. "Count Dooku was a respected Jedi before he turned—or was turned—to the dark side. The focus of the series is not only about the individual Jedi but what it means to be a Jedi. A figure is sometimes defined by the shadows it throws as well as the light it occupies."

In fact, Dooku's rejection of his past might make him unique among his Darth brethren—Maul appears to have been a Sith from the beginning, while Vader's fall has always carried with it an air of tragic regret. By contrast, Dooku seems to have embraced the dark side actively, whether for personal power, political reformation, or reasons unfathomable. "Throughout mythology, the fallen angels are always the most interesting," says Duursem. "Their stories appeal to the darker nature in

ourselves. As we watch them descend into darkness, we can walk in their big black boots for a while—tearing up the scenery and making mayhem, feeling good to feel bad—and still walk out the other side back into the light a little wiser about ourselves for having known them."

Ostrander and Duursem are keeping mum on the comic's plot secrets, but both are bursting with excitement anticipating the fan reaction. "This issue is going to stun a lot of readers, and you can quote me on that," Duursem promises. Ostrander is even more blunt. When asked how this issue of *Jedi* differs from previous installments, Ostrander says simply, "because the 'bad guy' wins."



A Night's Tale

Even *Star Wars Tales* is getting into the sinister spirit conjured by *Star Wars Jedi: Count Dooku*, Issue #17, on sale September 24, is devoted to stories of terror and dread. Explains editor Dave Land: "The approach I took with the creators was to tell them I wanted good horror stories that just happened to take place in the *Star Wars* universe." The issue encompasses six eerie selections, including a crime-noir serial killer mystery by Jason Hall, a story of Chewbacca encountering ghosts on Hoth, a thriller from Steve Niles about Han Solo trapped on a planet of zombies, and a supernatural tale by Joe Casey and Francisco Paroncini featuring Luke Skywalker facing Darth Maul. Summed up Land: "Horror. The dark side. Boo!"

Wampa Ice Cave

by Christopher Trevas

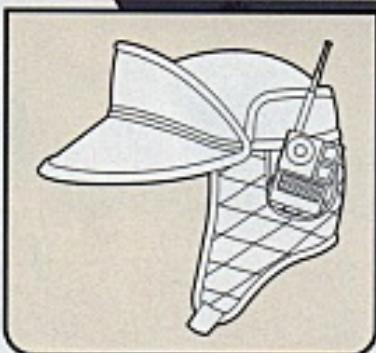
Stuck in a Hairy Situation

On Monday, April 23, 1979, Mark Hamill gained a whole new perspective on Elstree Studios in London. He was suspended upside down alongside simulated frozen stalactites. Below him, stalagmites rose from the stage floor amid a covering of artificial snow. It was the lair of his captor the wampa, and this was not their first encounter.

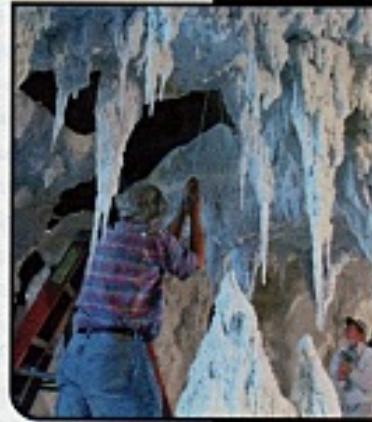
Filming on *The Empire Strikes Back* began the previous month in Finse, Norway, the real-world location for the ice planet Hoth. Stuart Freeborn and the makeup effects department created a complex wampa suit of fiberglass covered in goat fur to be worn by 6'10" performer Des Webb. Eighteen-inch stilts built into the legs increased Webb's already substantial height to over 10 feet, and his hands were located at the wampa's elbows to control arm extensions, giving him further reach and huge mechanical paws. Webb had practiced walking in the studio prior to shooting, but the real terrain in Norway proved to be too much. A wooden framework with overhead pulleys and cables was constructed to enable him to stand up on location. Unfortunately, it proved impossible for Webb to maintain his balance walking in the deep snow while dragging a fake Luke. Most of the location shots of the wampa were abandoned, with the exception of Luke's being knocked from his tauntaun. The arm of the wampa suit could not be raised high enough for the attack, so an extra dummy arm mounted on a pole was made to overcome the limitation. It took several takes of the crew batting Mark Hamill from his tauntaun to complete the shot successfully.

After the difficulties with the wampa suit on location, the creature didn't fair much better in attacks on the Rebel base when the production moved into the studio. This subplot of several wampas wreaking havoc and crashing through the walls of the base was ultimately scrapped due to problems with the physical effects. Des Webb donned the suit for the last time during shooting inside the wampa's cave. In the final film, he is seen briefly in a few glimpses of fur obscured by ice formations and then rushing at Luke with claws outstretched. Once Mark Hamill was back on his feet, he attained his revenge against the arm that beat him in Norway. When he swung his lightsaber, the stagehands did not swing back—they merely tossed the severed wampa arm to the ground. Additional wampa footage, using ILM's Howie Weed inside the suit, was shot for 1997's release of the *Empire Special Edition*. 

The communications device attached to the side of Luke's hat was detailed with several pieces of a 1/4-scale, plastic V-8 engine model.



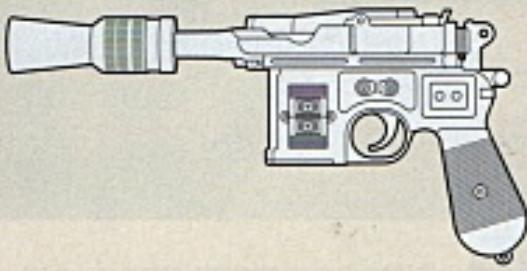
Ice formations were created from a heavy fabric-like material called scrum that was coated with plaster and then sprayed with paint and lacquer.



Tauntauns are a large part of the wampa's regular diet. Apparently, the wampa doesn't mind their smell.



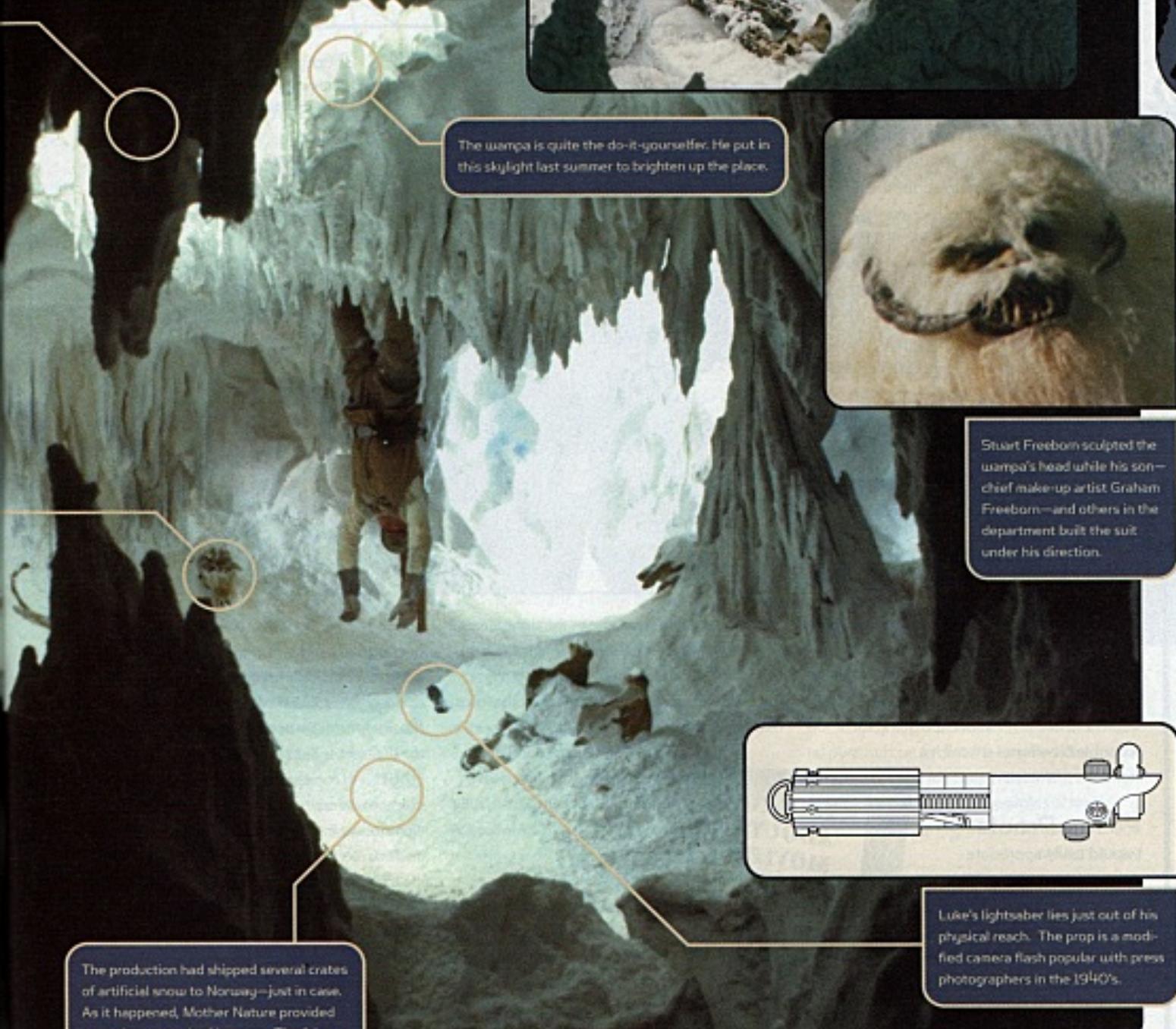
Scattered bones from past meals litter the floor of the wampa's den. Bones are decent weapons against slower carnivores like a rancor. Luckily, Luke has a much better option.



The Alliance quartermaster will have to supply Luke with a new blaster since his was lost in the snow when he was attacked. Mark Hamill was supplied with a sidearm made by the prop department from a replica 1896 model German "Broomhandle" Mauser pistol. Among the added details are two piston halves from the same V-8 engine model kit used for many other props.

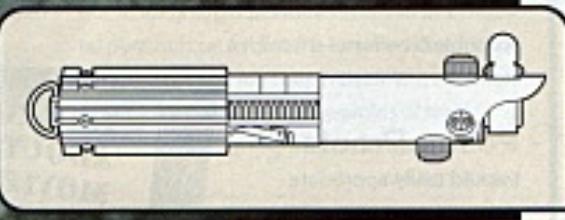


In 1996 Housie Weed donned a new wampa suit in a scaled-down version of the ice cave set for *The Empire Strikes Back Special Edition*.



The wampa is quite the do-it-yourselfer. He put in this skylight last summer to brighten up the place.

Stuart Freeborn sculpted the wampa's head while his son—chief make-up artist Graham Freeborn—and others in the department built the suit under his direction.



The production had shipped several crates of artificial snow to Norway—just in case. As it happened, Mother Nature provided more than enough of her own. The fake flakes were needed only in the studio.

Luke's lightsaber lies just out of his physical reach. The prop is a modified camera flash popular with press photographers in the 1940's.

Prepare for the Fett Challenge!

by Steve Sansweet

Is the Transamerica Tower in Episode II?

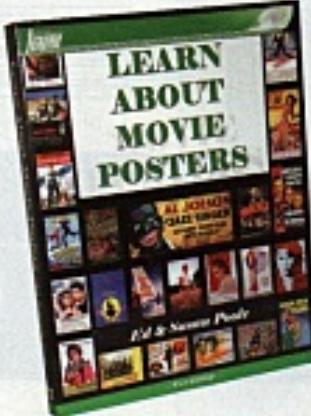
» "Mine's bigger." "No, mine's bigger!" It was finally time for the dreaded Fett showdown. But was I up to it?

Of course, following Yoda's wise dictum, I don't go around boasting about size. Neither does Jeremy Bulloch, known by Star Wars fans everywhere as the original Boba Fett. But Jeremy and I have long teased each other about the size of our respective Boba Fett collections. He didn't set out to have a collection as such, but one day after one of his convention appearances he realized how much stuff he had acquired—some purchases, lots of gifts from fans—and, encouraged by his wife Maureen, set up a special room in his house in London to gather it all. I've egged him on a bit, too.

Now Jeremy and Maureen were coming to spend a few days with me, and the "challenge" was to begin. To make a long story short, I think I won—but not by much. He's been a very acquisitive bounty hunter. But when I showed him the Japanese Boba Fett leather motorcycle jacket, helmet and gloves, I think he was ready to cry uncle. In the spirit of good sportsmanship—and because I know he's going to redouble his efforts—I'll call it a standoff... almost!

Poster Proofs

I would really appreciate some expert advice on Star Wars movie posters. I have learned what I can on the Internet over the last few years, but a real expert opinion would be helpful. I am trying to avoid paying top dollar for a fake.



Maybe you could point me in the right direction for buying originals. Also, who is the best company that does reprints? I have so many questions! Is there a book that has all the information I could want on movie posters (especially Star Wars)? Your help would be really appreciated.

ERIC BRADLEY

Aloha, OR

What a coincidence! Your letter arrived shortly after I got a copy of an amazing new book for all movie poster collectors, whether just starting out or old pros. It's Learn About Movie Posters, written by Ed

Bounty Hunter Turned Collector
Jeremy Bulloch models a modern Fett ensemble
beside a statue of his classic attire.



& Susan Poole, longtime collectors, dealers, and operators of a really helpful website, www.LearnAboutMoviePosters.com. (You can buy the \$29.95 book at a \$5 discount from the site.) The 400+ page book tells how to spot the differences between authentic movie posters and commercial reprints, sizes available, how to spot a bootleg, domestic and foreign size variations... and so much more. It also has lots of ads for many of the top and most reputable poster dealers in the country, and lists the main reprint companies.

Granted, it's not a Star Wars poster book, but the best list of worldwide saga posters remains the second edition of Tomart's Price Guide to Worldwide Star Wars Collectibles, which lists most known Star Wars posters up to 1997. As



for as fake posters, the main ones you need to be wary of are the original Star Wars style A, B-Advance, and C-International—thousands of which were bootlegged in the early 1990s—and the Revenge of the Jedi Advance poster. Most bootlegs—like the Revenge fakes—can be spotted because of muddy colors or smudged printing. Tomart's gives details on how to spot the others.

You Know the Drill

I am writing in response to a letter you published in *Star Wars Insider* issue 66, in which David Wilson inquired about what he could do to replace a broken Mace Windu lightsaber. I had a similar problem with Ki-Adi-Mundi's lightsaber and solved it by using a small hobby drill and bit. I carefully drilled out the end of the plastic blade and removed the stuck plastic knob within the hilt. I then carefully inserted a small piece of wire (actually from a paperclip!) into the end of the blade and super-glued it into the hilt. It is a delicate job but does work very effectively.

EDWARD HALLETT
Halifax, England

Thanks, Edward. A magnifying glass might also be of some assistance to those of us with, um, older eyes.

Power Lunchbox

I recently diversified my *Star Wars* collection by purchasing a vintage metal *The Empire Strikes Back* lunchbox with its Thermos bottle, just like the one that I carried throughout elementary school. The box is light blue overall with the two large sides of the box picturing the first meeting between Luke and Yoda on Dagobah and snowtroopers at Echo Base respectively. The Thermos is red with a blue top and pictures a pensive Yoda on one side. This box holds tremendous sentimental value and great memories for me of childhood collecting during the original trilogy era. I remember many friends having quite a variety of similar lunchboxes—metal and plastic—from the first three movies.



However, I have had some difficulty finding information about these boxes and price guides for them. Could you briefly explain the history of the vintage lunchboxes from the original trilogy and how to ascertain their value? Thanks very much!

BRIAN SHANK
Winter Park, Florida

Expanding your collecting to include an item that holds a special emotional appeal is one of the best reasons I can think to journey outside a specialized nook. The original lunchboxes are great, especially the metal ones with their brilliant lithography. And you can't beat them for their nostalgic appeal, since most "lunch kits" these days are vinyl.

Because there are so many lunchboxes, metal and plastic, U.S. and foreign (see Tomart's Guide), let's stick here to the metal ones from the U.S., each of which has two different images, front and back. There are two variants of the original *Star Wars* box, the first with a star field around the sides, and the second with art of some of the main characters on the sides. There are two different Empire metal boxes, one using art, the other photos; each has a Yoda Thermos, but they are also different. Finally, there is one metal lunchbox from *Return of the Jedi*.

Depending on condition, the metal lunchboxes generally sell for between \$25 and \$45, sometimes much higher for perfect older examples. (One mint *Star Wars* box recently sold for an astounding \$335!) Hallmark has done a series of three replica vintage boxes in a 75% size version, and *Star Wars* and Empire boxes as ornaments, the latter with a separate mini-Thermos.

Finally, two new metal lunchboxes are currently available, an *Attack of the Clones* design and a *Star Wars* 25th Anniversary version, both with generic Thermos bottles. Hard to find in stores, both are available online from www.lunchboxes.com. All of the full-size lunchboxes have been made by Thermos.



Pyramid Scheme?

Okay, this isn't exactly a collectibles question, but to me it is. In Episode II there are two crystal pyramids set in chrome bases on Chancellor Palpatine's desk. Are they Transamerica Pyramids? That is, crystal pyramids of the Transamerica building in San Francisco?

MARGE EREN
San Francisco, CA

You wouldn't just happen to be sitting on a grass of crystal Transamerica pyramids, waiting to rush to eBay if you got the "right" answer, would you? Nah, didn't think so. Crystal pyramids, obelisks, spheres, and eggs

have been around for centuries—long before the TA tower was a glint in an architect's eye. These shapes are apparently popular in that far away galaxy too—but those aren't replicas of a San Francisco landmark.



I Have No Chip and I Must Scream

In the *Jawa Trader* in issue 50 is a Jek Porkins figure that comes with a CommTech Chip. I assume it was from the Power of the Force series, because the Power of the Jedi series did not come with CommTech Chips. I have looked for any information on this very elusive figure and can find no reference to any Jek Porkins figure with a CommTech Chip anywhere. I have looked at the starwars.com and found nothing. I have even searched on eBay and found nothing but the POTJ figure. I would really appreciate if you would help me track down the answer.

ADAM WILLIAMS
Edinburg, VA



Happy to oblige, Adam. Sure enough, there on page 6 of *Jawa Trader* in the July/August 2000 issue of *Insider* is the photo of *His Corpulence* and a notation that the figure would come with a removable helmet and CommTech chip. Significantly, the figure is pictured without a card. *Jek with CommTech* was a victim of evolving ideas on the direction that the figure line should take. Hasbro had developed a second-generation, oval CommTech chip with "Twice the Speech," and there are carded prototypes of at least eight figures with the new cards. All of them are on Episode I cards except for our friend Porkins and Chewbacca with Dejarik Game Board (which was renamed Chewbacca—Dejarik Champion for its POTJ release). However, the prototype carded Porkins figure I've seen is packed on the Chewbacca card without a chip. In fact, because of the change, Porkins came out many months

later and shipped on a Power of the Jedi card with the transitional Jedi Force File mini-booklet.

Little Value

I recently received these ten small figurines from my grandfather, who purchased them from a co-worker in the mid-1980s. They are made of metal, although the lightsabers are flexible. They range in height from about 3/4 of an inch (R2-D2) to about 1-3/4 inches (Chewbacca). On the bottom each has "CFL 82" and a six-digit number. I was wondering if you could tell me anything about them and how much they are worth.

MARK WOODMAN
Puyallup, WA

Your figures are from Kenner's 1982 Star Wars Micro Collection, mini-playsets with figures and vehicles that are super cool... and were about ten years before their time. They weren't big sellers, and plans to keep the line going were killed, resulting in some incredible never-produced prototypes in collectors' hands. There were 70 die-cast metal figures released, either in the playsets or as mail-in offers. There are lots of unpainted "pot metal" figures that have long been on the collectors market. The rarest of these are for the unproduced sets, but the

more common figures such as yours usually sell for around \$1 to \$5 each, typically at the lower end of that range. For a comprehensive review of the Micro Collection by Rob Amantea and Ron Salvatore, visit www.toysrus.com/images-speci/micro/micro at the online Star Wars Collectors Archive. ☀

Scouting for Answers?

Please send your questions and comments about collectibles to: SCOUTING THE GALAXY, P.O. Box 2898, Petaluma, CA 94953-2898. Or you may email them to scouting@paloo.com, making sure to also put SCOUTING in the subject line and YOUR HOMETOWN in the email along with your FULL NAME. Letters won't be answered without both. Individual replies aren't possible because of time constraints, but we'll answer the questions of broadest interest in the column. Letters are edited for grammar, sense and length.



ISSUE #2
Pirates and Privateers! Starships of Corellia, Star Wars Roleplaying Game fast-play rules.



ISSUE #3
Darth Maul's recruit board game, Darth Bane short story.



ISSUE #4
Walk on the Wild Side! Heroships of Ithor, Secrets of Kashyyyk, exciting Gungan Dongo racing fiction.



ISSUE #5
The Dark Side! Huge fold-out galaxy poster map, pyramid of villainy revealed, secrets of the Sith.



ISSUE #6
The Hunt is On! Dengar, Zuckuss, 4-LOM, heroic combat tactics, Dark Horse Comic characters, "Welcome to the Jungle" adventure.



ISSUE #7
Living on the Fringe! Huge Barty's Landing campaign setting and adventure, starships of the bounty hunters, "Secrets of Mos Eisley," and Jag-Fet fiction from Elaine Cunningham.



ISSUE #8
The New Jedi Order! Spaceport Guide to the Vulptine Archipelago, "Hive of the Infected" and "Recede Infiltration" adventures, "Battle on Bonadan" by Greg Keyes.



ISSUE #9
Starship! Endor & the Modell Sector, create your own squadron, Aces of Watch Squadron, "Race for the Tessent" adventure, "Dark Tidings" by Greg Keyes.



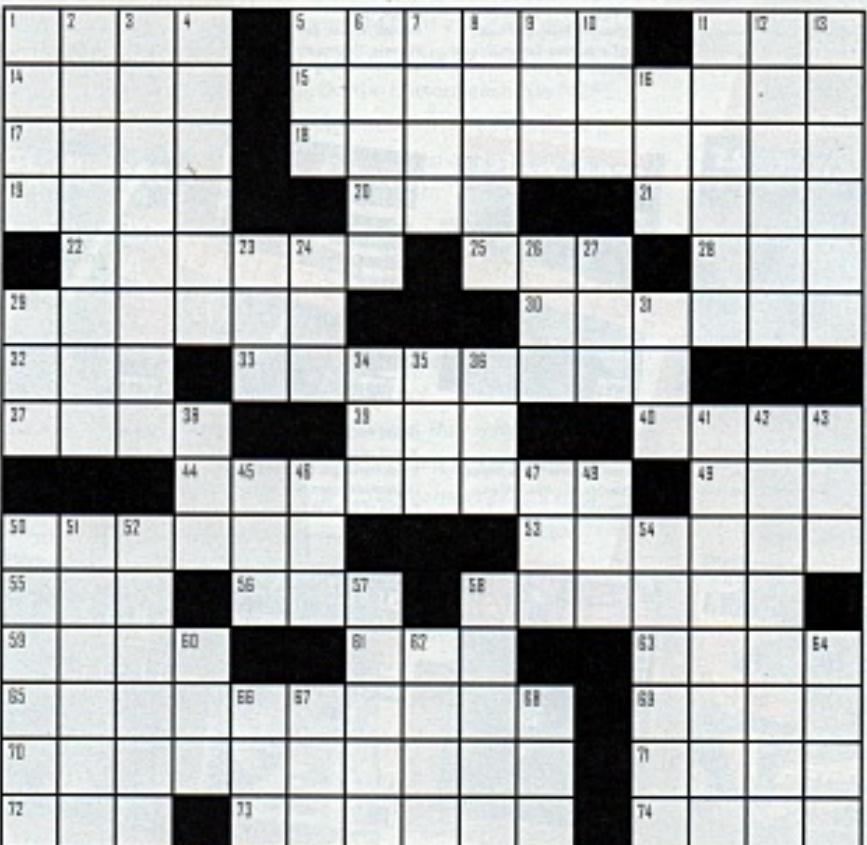
ISSUE #10
Attack of the Clones! Complete games guide, "War on Mustafar" by Greg Keyes, "Han Solo" by Timothy Zahn, Star Wars TCG card encyclopedia, "Jedi's Legacy" solo adventure.

Move Over

by Mike Sefinker

ACROSS

- Martial arts gym
- Actress Mason
- "... may yet be..." (continued at 21-Across)
- Type of pitcher
- Which Episode II warrior refuses partners?
- Queen of Gala in Qui-Gon's day
- What's a part of a Hammerhead's nose?
- Acidic suffix
- Always, in poetry
- "...of ... use to us" (Vader; see Leia—see II-Across)
- Prefix for "weight," in boeing
- Nightmarish street
- Not "set," in fake Musketeer-speak
- Act after wrongly flipping a card
- Finn (rebel engineer)
- Prefix for "versel" or "com"
- Where does Qui-Gon stay on the road?
- Wonder Woman sidekick Candy
- Slithery Earth fish that's huge on Aldera
- Public revenue agent; Abbr.
- What do Endor natives stir-fry in?
- "... taken of my good will" (Luke, offering the droids to Jabba)
- More sticky
- Elegant
- Pirate Gr Kybo __-Cha (Droid)
- Senator Garm __ Ibis (or, with Bl-Across, Fresh Prince's home)
- Film siren Milano
- Theater award
- Feature of most Star Wars planets
- Submission with a submission; Abbr.
- How did pilot Antilles move sideways?
- Abbreviation before "dir." in filmmaking
- When is smuggler Kenner unaided?
- "This __, boys!" (Red Leader)
- Gold, for C-3PO
- Native of an isle near Greece
- "Use the Force, Luke," for one



DOWN

- Space-agey new wave band
- What did Luke's uncle do when asked to leave?
- What does a manual for Force-users need?
- Sear
- Phone company
- Major Force skill, along with Sense and Control
- Architect Ludwig Mies van der __
- Sound a sleeping Wookiee makes
- "I want __ alive!" (Vader; see Leia)
- Model Card
- Quick nap
- Old Ben was one
- Papa Hemingway
- Words of empathy
- __ Majal
- Merianthel who played Hogarth in *The Iron Giant*
- String in the heart of the alphabet
- __ Calenari
- Regret
- String somewhat after 26-Down
- Battle dog breed in *Dark Empire*
- Rush novel *The __ Rebel*
- Rogue Squadron pilot Ploarr __
- "__, U, and sometimes Y"
- Which killer's from an ancient Yavin warrior race?
- Negotiate vote
- Where to find lucasarts.com
- What the Great Heep processes
- Potassium chloride, in chemical terms
- Like Han or Jabba
- Expansion
- Frenchman in *Negan's Necessities*
- Working
- Pound on
- Stew spoon
- Mos Espa __ (podrace site)
- Self-absorption
- "__ a little sidetracked" (Han's alibi to Jabba)
- Suffix for "major" or "leather"
- Reference guide, like the one for Star Wars; Abbr.
- Ornate Batuu feature
- Richard Corben's *Heavy Metal* hers



Answers
to this puzzle appear on
page 79 of this issue.

TONY M

Cartoon by Tony Moseley

That 70's Movie

Star Wars fans are nothing if not loyal, so we know a lot of you were standing in line back in May of 1977. Got any photos of yourself from that period? We'd especially love to see some Star Wars "then-and-now" snapshots of you in 1977, and then you with your children today.

These are pictures from my childhood. The top one was taken in 1977. Yes, I still have the posters—a little worse for the wear, but I do have them. The second one was taken in 1978. I am the one holding Luke. We really loved Grandpa and Grandma that Christmas. I am now thirty—and yes, I still have Luke and Leia. I kept all my toys and have a collection of new and vintage items that is slowly taking over. Thanks for a great magazine.

LORI HOFFMANN

Grafton, IL

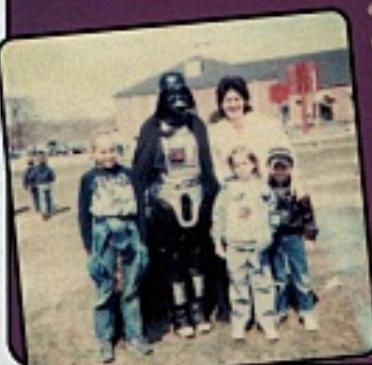


I've been a Star Wars fan since I was about three years old. Now I'm 25, and Star Wars is an even bigger part of my life as I can share it with my son. Here is a picture of one of my proudest days. I'm the little boy with the huge grin on his face as I get my picture taken with my Mom, my two

cousins, and Darth Vader at a local fair. I was about 4 or 5 years old. I just thought I'd share this picture with you all and thank you for creating such a wonderful source of entertainment and information for Star Wars hungry fans like myself.

DEREK ERISMANN

North Windham, CT



demise at the hands of the enemy. Still, we're with you in calling the little green fellow a great hero.

Boba Booster

I have been a huge fan of Star Wars for most of my life. I was introduced to it when I was

rocks the galaxy! Keep up the awesome work!

I am also thrilled at the many recent letters you have gotten from female fans standing up for why they like Star Wars and standing up for all the rest of us who think Star Wars is not just for guys.

was young, I sometimes watched The Empire Strikes Back just to see Boba. I was so thrilled when

Episode II came out last year and couldn't wait to go see Boba and his father, Jango! It wasn't the romance between Anakin and Padmé that had me going back to

see it a second time, but it was that awesome cool struggle between Obi-Wan and Jango on Kamino, that little boy named Boba, and the cool chase through the

asteroid field. I am not ashamed to say that I cried my eyes out when Jango got killed, and my heart totally went out for poor little Boba. Now Boba is even more

young but didn't get into it heavy until I was probably 12 or 13. I have been reading your magazine for a long time, and I have to say that your magazine

I am proud to say that I am female and a hardcore fan and collector of Boba Fett. He has been my favorite character for about as long as I've been a fan. When I

special to me after the events of Episode II. So no, we girl fans of Star Wars don't go for the romantic part of the story (even though it is nice); it's the cool characters and rough and tough action we love! Or at least I do.

I absolutely loved the picture of Jango and the young Boba on the very last page of issue #63. It was too adorable! I'd like to see more end pictures like it! I also think it would be a nice treat for all of us Fett fans if you could devote one of your magazine issues to just Boba and Jango! Please? And maybe include a special card of Boba from the original trilogy.

MELISSA LYLE

Hopkinsville, KY

Recently, we've seen a surge in Fett fandom, as you can see from Terry Hughston's letter...

A Simple Question

If anyone reads this and doesn't have a subscription, I have a question: Why? For a long time I bought the magazine at the bookstore, but now I have a subscription, and I love it. Bantha Tracks is great! I just want you to know that I love your magazine, and you are doing a great job. The only problem I have is the Obi-Wan jokes. I mean, after all, if he's important enough to be in all six movies surely he deserves some respect. I know it sounds like I was paid to do this but I wasn't. I'm just a simple man trying to make my way in the universe.

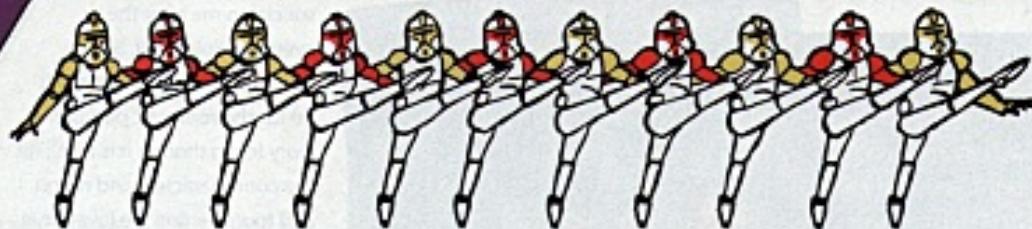
TERRY HUGHSTON

Centre, AL

P.S. Why don't we see a special about Jango Fett?



A Jango, Boba, or even a Fett-family issue sounds like a terrific idea. Consider it at the top of our request list, and look for the results sometime next year.



It Might Lead to Dancing

I enjoyed the *Buffy the Vampire Slayer* article (in Issue #65) immensely, since both my wife and I are fans of the show. A quote I think should have gone into your list was from the episode where Willow and Amy

go to the Bronze together and see a couple dressed like Luke and Leia dancing together... a little too intimately. Willow says, "Do they know they're brother and sister?"

EDDIE HARGREAVES

Stockton, CA

All we can say is, "Ew." Well, that and, "Check out all the Star Wars references on Buffy since that article!" Now, if only we can get an interview with the staff of *The West Wing*.

Bad Droid!

Several years ago (before the "Magic of Myth" Exhibit), I was an

intern at the Smithsonian's National Museum of American History. Every week, they would take us on "field trips" to different museums, and so on. Well, one day, they took us into the bowels of the NMAH. In a large room in the basement of the museum, was C-3PO himself—actually, his costume. Here is a picture of it, tied to a pole to keep it up. We had to wear white gloves to even touch it, and

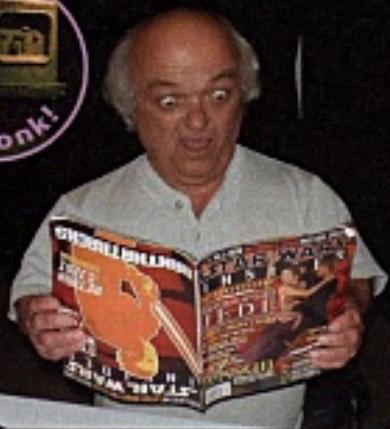


Who Reads *Star Wars Insider*?

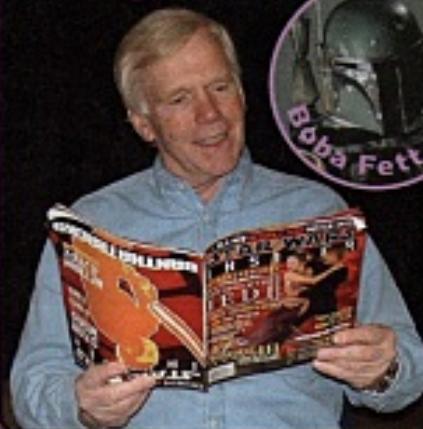
On April 19 and 20, a few familiar faces were spotted behind the pages of our favorite magazine at the Imperial Quartermaster Toy and Prop Show in Greensboro, North Carolina.

Photos courtesy of imperialquartermaster.com.

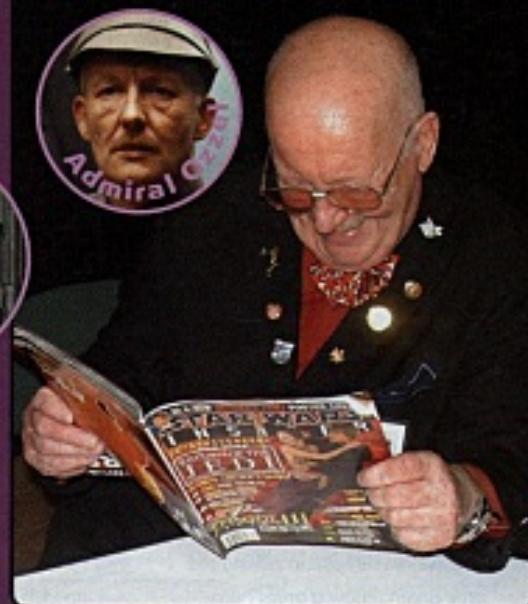
Rusty Goffe



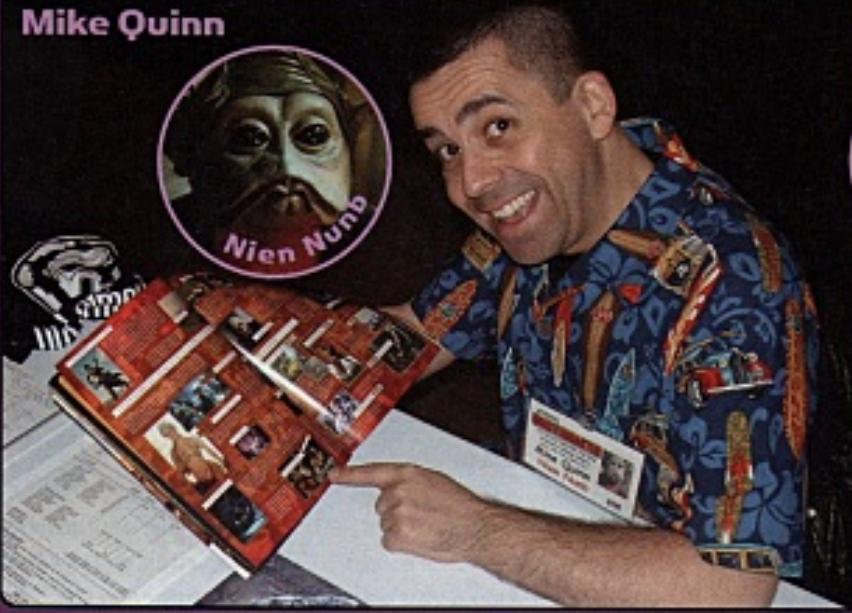
Jeremy Bulloch



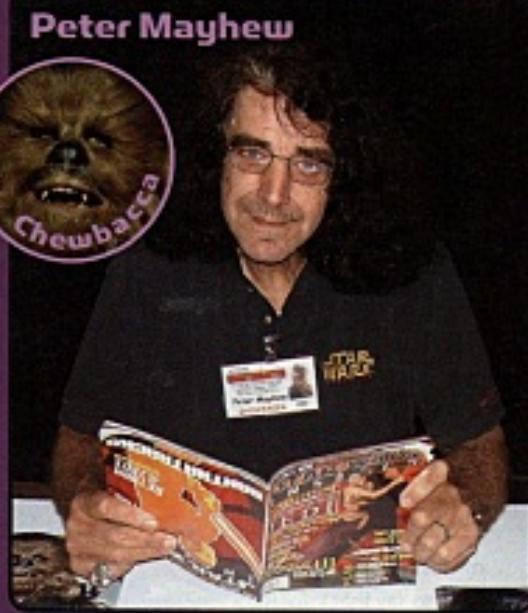
Michael Sheard



Mike Quinn



Peter Mayhew



somebody wore his glove. Thought everybody might enjoy this look at Star Wars history.

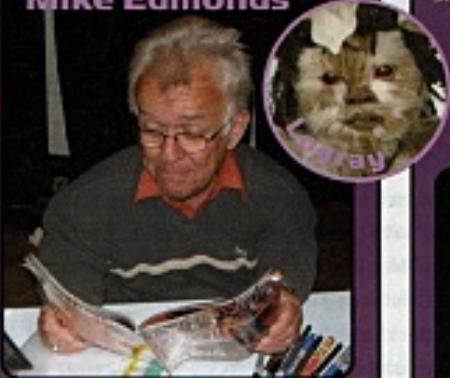
MICHAEL DAVIS
Ellington, CT

At least the poor droid isn't wearing a leash, but we have to wonder what he did to deserve that sort of treatment. It seems kind of harsh, though we wouldn't have been surprised to see some tape over his mouth.

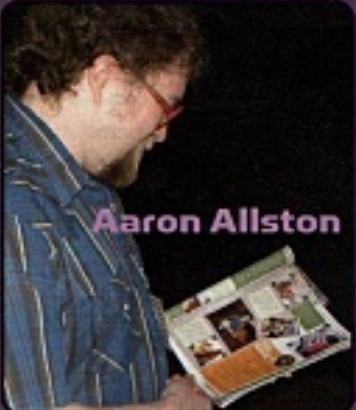
A Strong Influence

I would like to commend Harlin on his magnificent (although a

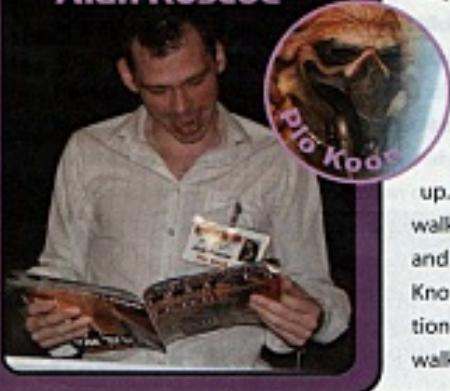
Mike Edmonds



Aaron Allston



Alan Ruscoe



Jedi Rocks

Most fans just assume that the debate for the best episode of the classic trilogy is between *A New Hope* and *The Empire Strikes Back*, but a few readers beg to differ, and several pointed out the same favorite scene...

I can't tell you how happy I was to finally see *Return of the Jedi* get the respect it deserves. It's about time someone defended this wonderful chapter against the naysayers. Anyone who watches the funeral scene at the end of the movie and does not recognize what an incredible addition to the saga Episode VI is should never claim to be a Star Wars fan.

CODELL RODRIGUEZ
Carbondale, IL

Return of the Jedi will always hold a special place in my heart for being the most heartfelt, and action-packed film of the Star Wars saga. Who could forget the sad but hopeful image of Luke Skywalker looking up from the burning funeral pyre at the end of the film, to the X-wing fighters streaking across the sky shooting off fireworks? It's a brilliant image from a classic film.

RYAN POMINVILLE
Hudson, WI



tad dark) use of the simplest of Jedi powers (as described in "Rebel Rumblings" in issue 67). After reading of his exploits, I decided to submit my similar experience.

One night, I crept quietly into my brother's room trying to find a CD.

Unsuccessful, I rose to leave, but my brother woke up. I tried to "fly casual" and just walk away, but he sat up straight and said, "What are you doing?" Knowing that there is no emotion, there is peace, I boldly walked over, made a small, prac-



Answers to page 76 puzzle

Move Over

H	U	E	C	R	E	T	A	N	L	I	N	E
T	A	L	O	N	A	L	O	N	E	I	S	I
W	E	D	G	E	E	D	A	S	S	T		
O	B	E	I	E	A	I	R	S	A	S	E	
G	R	E	N	B	E	L	A	L	A	S	S	A
G	L	U	I	E	R	C	L	A	S	S	A	
E	W	D	O	K	W	O	X	S	A	S	A	
E	T	T	A	E	E	L	T	M	A	N		
U	N	I	I	J	I	N	I	N	N	S		
R	E	D	E	A	L	M	O	R	E	T		
W	E	L	T	E	R	E	L	M	Z	I		
Q	O	N	I	C	E	R	S	W	O	M		
V	E	D	A	I	T	H	O	R	T	H	O	R
E	W	E	R	C	L	I	N	E	L	O	N	E
D	O	J	O	M	A	R	S	H	A	S	H	A

ticed gesture, and said, "I'm doing nothing. I'm not here. I was never here. Go back to sleep." With no comment whatsoever, he promptly fell back to sleep.

The next day when I mentioned it him, he looked at me blankly and told me that he had slept all night long. Hokey religion, my midi-chlorians!

ANDREW RICHARDSON
Houston, TX

Remember to use your powers only for good, Andrew. After all, your brother might be similarly gifted, and you wouldn't want to experience the revenge of a Jedi.

Folded, Spindled, and Mutilated

My *Insiders* are all in terrible shape. That's because as soon as I get them I become a child again. I thoroughly enjoy my new magazine; I take it with me in my backpack; I keep it by my bedside; I read little bits at a time and make it last. Let's face it: This magazine makes us all feel like we did when we were sitting on our beds doing mazes in our *Return of the Jedi* activity books. To me, that's what *Star Wars Insider* is all about.

TODD DAVIS
Edwardsburg, MI

Aw, shucks, Todd. You've just reversed the effect of our feeling old after a few recent letters from readers younger than our cats. Now pass the yellow crayon. 



Answers to Your Star Wars Questions

What year is the setting for Star Wars movies? I know it's "a long time ago," but what year exactly?

There is no specific date assigned to the events of the Star Wars movies, and there will likely never be. That famous introductory line is supposed to inform audiences that the following two-hours-and-change are pure escapist fantasy, and the rules and preconceptions of the dreary real world do not apply. Asking how long "a long time ago" is akin to asking "once upon what time?" at the start of a fairy tale.



Which Grand Admiral was in the conference room with Darth Vader and Grand Moff Tarkin on the first Death Star in Episode IV?

Despite what looks like a white uniform, that severe-looking silver-haired man was not a Grand Admiral. At a convention, bestselling author (and creator of the first Grand Admiral) Timothy Zahn once quipped that he hoped to see that Imperial enhanced with digitally rendered gold epaulettes in a hoped-for Special Edition. As revealed in the first Star Wars Customizable Card Game, that guy was Colonel Wulff Yularen, a member of the Imperial Security Bureau.



In *The Empire Strikes Back*, what is that thing that swallows up R2-D2 on Dagobah?

That droid-gulping horror was a dragonsnake, a large omnivorous predator that lurks beneath the muddy waters of Dagobah. Because of its tendency to stay mostly submerged, it is often mistaken for a swamp slug. Only the oily, black hide of its knobby-spined back was visible in the film—because that was the extent of the creature's fabrication. Without the rest of its impressive form built, the practical model used on set resembled a big bloated leech. It was controlled by underwater divers during the shoot, and was simply referred to as the "swamp creature."

In *The Essential Guide to Alien Species*, it says that space slugs are usually only 10 meters long. Why is the one the Millennium Falcon flies down so big?

No one knows. The slug the Falcon encounters is supposed to be a



wonder. Its inexplicable off-the-charts size was meant to evoke salty tales of unimaginably huge sharks, whales, or other fishes lurking off the edge of the map in seafaring days. Space slugs ordinarily split by mitosis when they reach their upper size. Occasionally, through freak mutation, they don't and just keep growing. The Expanded Universe has played up the rarity of truly colossal slugs. The one the Falcon encounters is estimated to be over 800 meters long.

Why didn't Viceroy Gunray use super battle droids while taking over Naboo?

That particular line of Baktoid combat automata had not been developed at the time. In fact, the super battle droids were a bit of a secret—according to Republic law, the Trade Federation was supposed to phase out their droid army after the debacle at Naboo. Instead, they secretly commissioned the Techno Union to churn out even better robotic soldiers for their foul-yet-profitable schemes.



According to the *Episode I Visual Dictionary*, Darth Maul is one of the most dangerous Sith in history (and judging from the movie they're right). Obi-Wan Kenobi defeated him. How come Obi-Wan couldn't defeat Count Dooku?

At the risk of getting a slew of Maul-loving mail, the short answer is that Count Dooku is more skillful than Maul. Think of Maul as a bulldog of a Jedi-killer. He attacks at full speed, full tilt, holding nothing back. That approach has its merits, but it doesn't always apply. Dooku was much more restrained and sophisticated, and he



Mean



Keen

had a much better grasp of Jedi techniques and tactics. Maul was an impressive flurry of fury, barely giving his opponent time to think. Dooku, on the other hand, countered

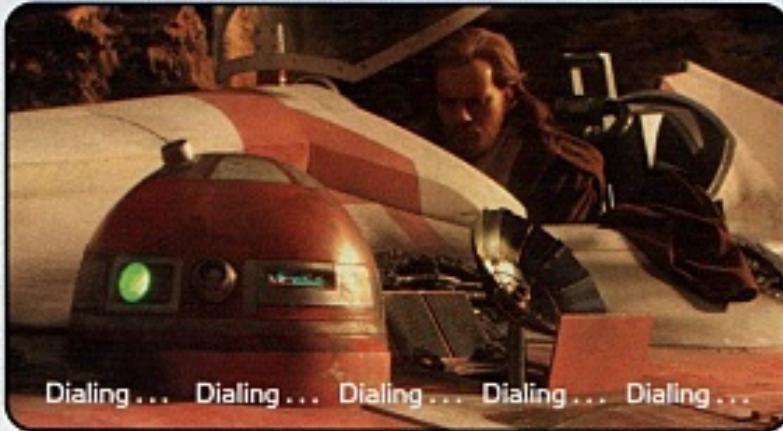
Kenobi's moves almost effortlessly because he knew precisely where to block. This left Dooku with the energy to deliver the surprise blows when his opponent dropped his guard.

I purchased an Episode II sneak preview R3-T7 figure. I never saw the droid in the movie. Was he there? Or did I just not pay enough attention to detail?

R3-T7 definitely falls into the category of "blink and you'll miss him." I'm sure Hasbro's decision to include this droid in the Episode II line was more to finally produce a clear-domed R3-unit than a reflection of R3-T7's significance. The yellow-trimmed droid is part of the Coruscant foot traffic, and it can barely be seen among the pedestrians walking outside the Outlander Club. Check out the shot where Anakin and Obi-Wan drag a wounded Zam into the back alley. He's in that background crowd somewhere.



If you want an even better look at the droid, pop in disc two of the Episode II DVD, and navigate to the "Web Documentaries." Part 5, "A Twinkle Beyond Pluto," is all about the extras who help fill out the crowd scenes in the film, and R3-T7 appears several times in the short. R3-T7 was on set during the scenes set on Dex's Diner, but he was just outside the door. When ILM added in the background exteriors, the digital artists ended up removing the little droid.



Dialing... Dialing... Dialing... Dialing... Dialing...

In Episode II, Obi-Wan sent the message to Anakin on Tatooine to retransmit to the Jedi on Coruscant. Obi-Wan said that Coruscant was too far from Geonosis to send a message. Since Tatooine was only a parsec away, why would Anakin be able to retransmit to Coruscant?

You're forgetting a vital piece of information. Obi-Wan also said his long-range transmitter was knocked out, thanks to the barrage of laser fire his Jedi starfighter sustained from Slave I. To be technical about such matters, starships generally have two primary means of communication. A subspace radio allows for real-time transmission up to a little more than a hundred light years. A HoloNet transceiver allows a starship to patch into the galaxy-wide, faster-than-light communications network, allowing instantaneous communication anywhere in the Republic. Since that particular transmitter was damaged on the starfighter, Kenobi had to relay his message through Padme's starship, which was able to uplink to the HoloNet just fine.

I just got my Star Wars galaxy map, and I was impressed and all, but I couldn't help notice that it did not complete the Star Wars galaxy. I searched for the two planets Kejim and Artus Prime. Is this an outdated map? Are videogame planets not considered part of the galaxy? What's up?

If our Star Wars cartographers attempted to fit all the known plan-

ets in the galaxy onto a poster-sized map, their eyes and yours would be shriveled up prunes from trying to read the fine print. Not every planet can fit on the map. The article that accompanied that map in issue #65, "Making the Map," does touch upon how certain planets made the cut and what the map actually represents. There are a few video game locales included—Raxus Prime and Rori, for example.

I sent an email to you about a month ago about a Star Wars question. I was wondering how long it usually takes to publish a question because I'm dying to find out the answer.

We appreciate everyone's interest in the column and encourage more great questions, but there are some things to keep in mind. The nature of publishing means there's always a lag between the time you send in a question, the answer is written, and the magazine is published. In that time, with each issue, come more questions that end up in the queue. Often, by the time a reader has sent in a question, it has already been answered and is awaiting publication. There are also many duplicate questions that get discarded. Finally, there are some questions that just can't be answered, because the information doesn't exist, or the information is far too juicy to spill just yet—the surprises of Episode III are best delivered on the big screen, not in a Q&A column.

Mara Jade and Luke Skywalker were married seven years before the Yuuzhan Vong invasion, so why isn't Mara mentioned in the Young Jedi Knights and Junior Jedi Knights series? That was done to save the surprise for the books in which Luke and Mara finally decide to tie the knot, namely the Hand of Thrawn duology by Timothy Zahn. When the Young Jedi Knights novels were written, authors Kevin J. Anderson and Rebecca Moesta, as well as the editors at LucasBooks, knew that Mara and Luke were destined for each other, but the publishing program back then was all over the timeline.

Unlike The New Jedi Order novels out now, books back then would not always follow sequentially in the timeline. This did allow for more varied settings but also resulted in some hiccups, the marriage of Mara and Luke being a perfect example.

The Young Jedi Knights books didn't start coming out until 1995. The Hand of Thrawn books, which preceded them, started in 1997.

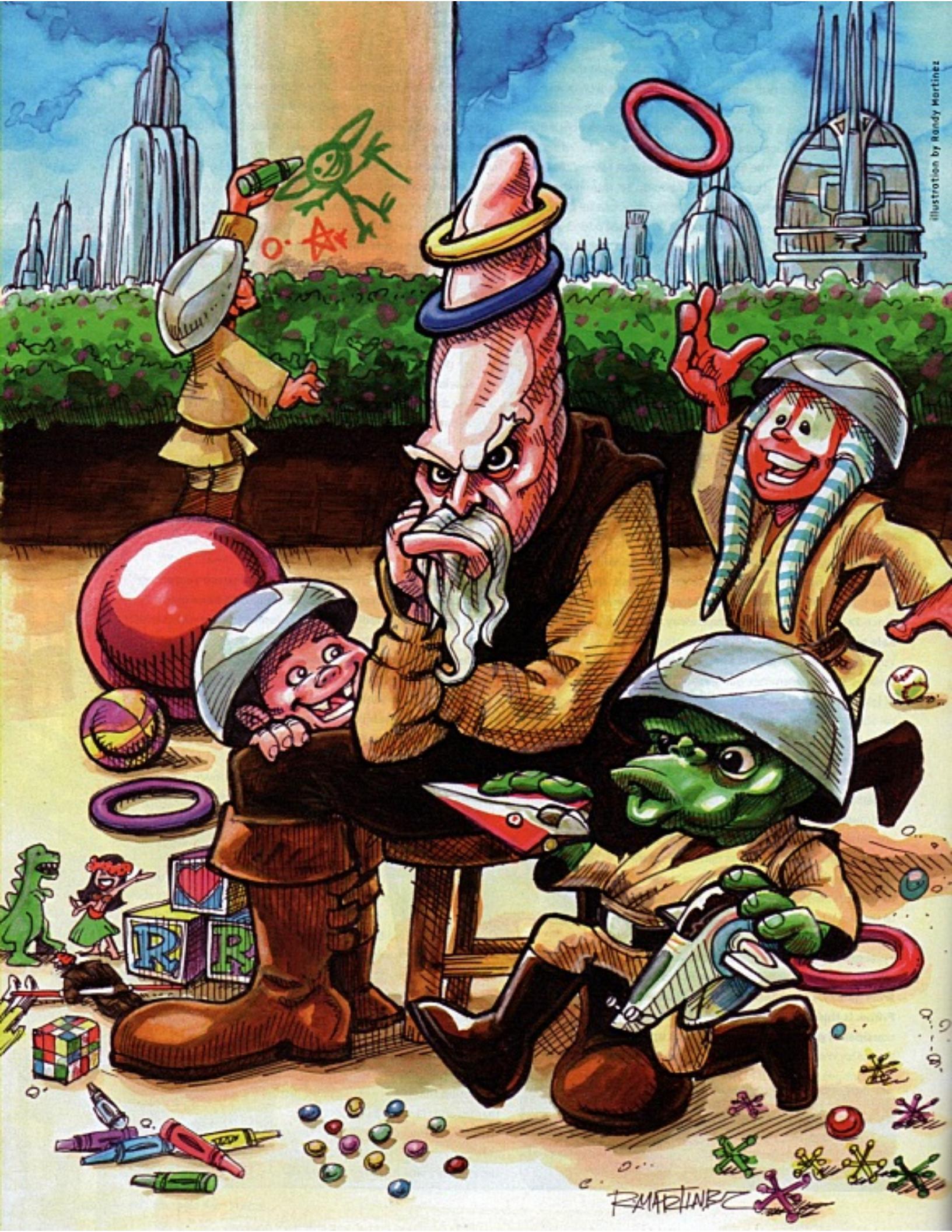
Since their storylines were not directly connected, it wasn't really a problem, but no one mentions Luke and Mara's marriage. In fact, Mara seems to be running a lot of off-world errands to keep from revealing that development. You'll note that there's nothing in the Young Jedi Knights novels that specifically contradicts the notion that they're married; it's just that no one thinks to bring it up.

As another note, their actual marriage ceremony wasn't depicted until the comic series *Union*, which started in 1999.



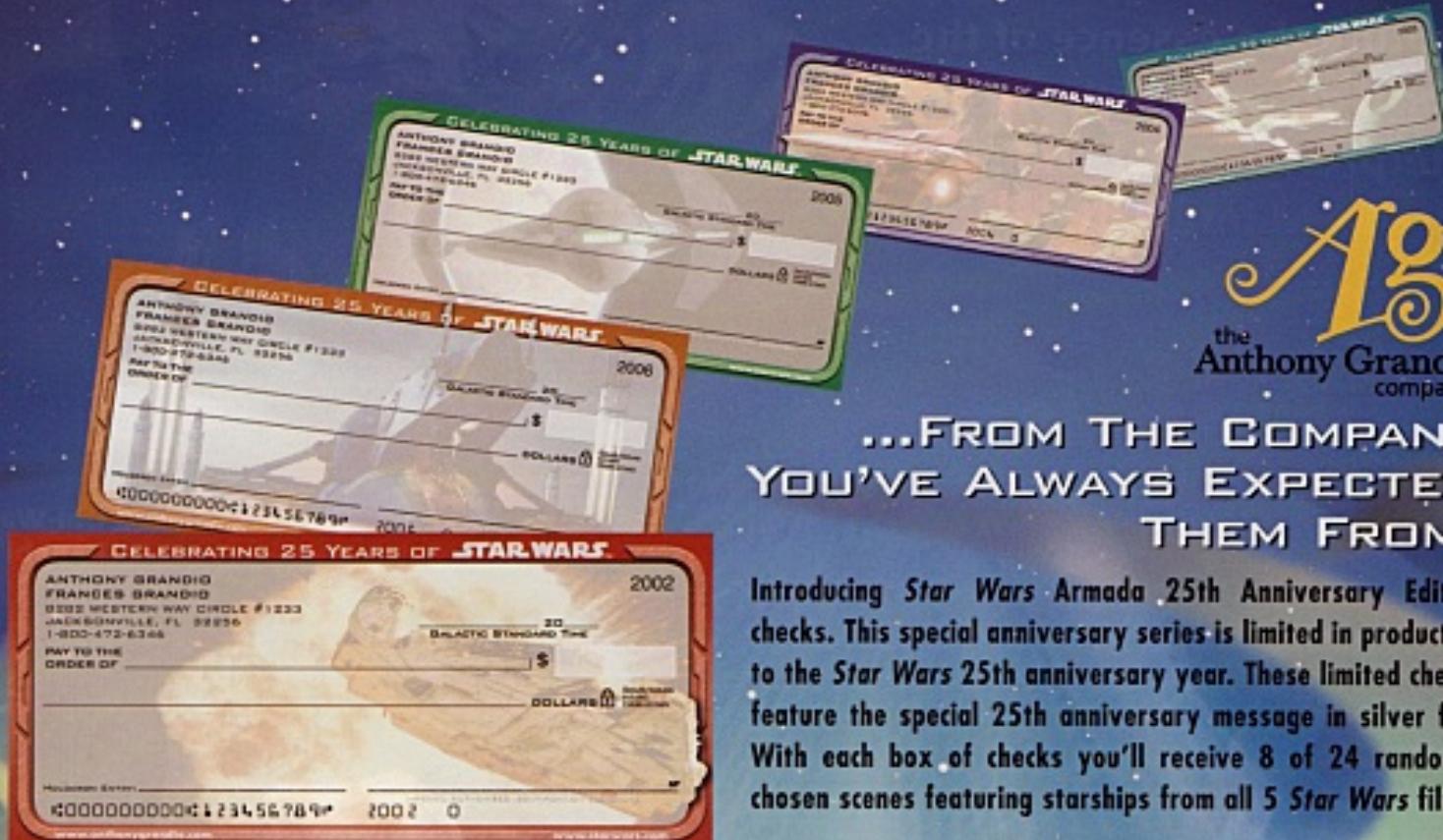
Questions?

Do you have a Star Wars trivia question that you can't find the answer to? E-mail it to us at QandA@paloo.com or send it to: **STAR WARS INSIDER**, 3245 1/46th Place SE, Suite 110, Bellevue, WA 98007. ATTN: Q&A.



STAR WARS

THE CHECKS YOU'VE BEEN SEARCHING FOR...



Ag
the
Anthony Grandio
company

...FROM THE COMPANY
YOU'VE ALWAYS EXPECTED
THEM FROM.

Introducing *Star Wars* Armada 25th Anniversary Edition checks. This special anniversary series is limited in production to the *Star Wars* 25th anniversary year. These limited checks feature the special 25th anniversary message in silver foil. With each box of checks you'll receive 8 of 24 randomly chosen scenes featuring starships from all 5 *Star Wars* films!



Enhance your checks with the official *Star Wars* 25th Anniversary Limited Edition vinyl checkbook cover. This special cover features the *Star Wars* 25th Anniversary logo in silver foil.



Or complete your *Star Wars* experience with Galactic Empire or Rebel Alliance full grain leather checkbook covers.

ACT QUICKLY!
THIS OFFER WILL NOT LAST.

To ensure correct bank codes and printing, carefully follow instructions:

1. Send a reorder form or voided check from your existing check supply. Indicate any printing changes.
No photocopies please!

2. Also send a deposit slip from your existing check supply.

3. Complete and include this order form (or a copy of this form).

4. Enclose a check payable to The Anthony Grandio Company.

5. Mail to: The Anthony Grandio Company, P.O. Box 23098, Jacksonville, FL 32241-3898

*Allow 4 weeks from receipt of order for regular delivery, 2 - 2 1/2 weeks for fast mail.

Checks will be mailed to the address printed on your checks.

Name _____

Daytime Phone (_____) _____ Start Checks at Number _____

(If no number is provided,
we will start with 1001.)

E-Mail _____

choice(s)
and enter prices
at right.

STAR WARS ARMADA Checks - 25th ANNIVERSARY EDITION

ONE-PART (150/box) QTY (# of boxes) \$ 92.95 x

DUPLICATE (150/box) QTY (# of boxes) \$ 92.95 x

25th ANNIVERSARY Ltd. Ed. Vinyl Cover CITY \$ 6.95 x

GALACTIC EMPIRE Leather Cover CITY \$ 34.95 x

REBEL ALLIANCE Leather Cover CITY \$ 34.95 x

SUBTOTAL (Total of Above Items) _____

FL. Sales Tax (Add 7%) _____

Shipping and Handling — Add \$1.50 per box of checks.
Add \$6.50 per leather cover. Add \$1.50 per 25th Anniversary cover.

For fast mail*, add \$4.50.

TOTAL _____

STAR WARS

Unleashed

Capture the essence of the *Star Wars* saga with artistic interpretations of amazing detail and intensity.

Luke Skywalker™



Obi-Wan Kenobi™

Darth Sidious™



THE GALAXY IS YOURS.



© 2003 Lucasfilm Ltd. & TM or TM where indicated. All rights reserved. Used under authorization.
Obi-Wan Kenobi™ & © 2003 Hasbro, Pawtucket RI 02862 USA. All Rights Reserved. ® denotes Reg. U.S. Pat. & TM Offic.

